TRANSMITTAL LETTER 1000050087 Department of State **Division of Corporations** P. O. Box 6327 Tallahassee, FL 32314 CHISHOLM TRUCKING, INC. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) **SUBJECT:** 100004214961 - -6-05/14/01 - 01088 - -001\*\*\*\*\*78.75 \*\*\*\*78.75 Enclosed is an original and one(1) copy of the articles of incorporation and a check for : \$78.75 **\$70.00** \$78.75 **\$87.50** Filing Fee Filing Fee Filing Fee Filing Fee, & Certificate of Status & Certified Copy Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED MIDDLETON FROM: SI A Name (Printed or typed) 4025 THOROLLAHBRED LANE Address 12 ....... SEBRING FL 33875 City, State & Zip Ģ 863-402-0491 20 20 Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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#### ARTICLES OF INCORPORATION

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## 01 MAY 14 AM 9:28 SECRETARY OF STATE

TALLAHASSEE FLORIDA

#### CHISHOLM TRUCKING, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

#### ARTICLE I - NAME

The name of the corporation is CHISHOLM TRUCKING, INC., (hereinafter, "Corporation").

#### ARTICLE II - PRINCIPAL OFFICE

The principal place of business/mailing address is: 4025 THOROUGHBRED LANE, SEBRING, FLORIDA 33875.

#### ARTICLE III - PURPOSE

The Corporation shall engage in interstate and intrastate transportation of goods and commodities.

#### ARTICLE IV - SHARES

IV.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **ONE HUNDRED THOUSAND (100,000)** shares of common stock, each share having the par value of **ONE DOLLAR** (\$1.00).

IV.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to vote for each share on all matters on which Shareholders have the right to vote.

IV.3 All holders of common stock, upon dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

IV.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance. IV.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its common stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

IV.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions, or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions for redemption of the stock.

### ARTICLE V - INITIAL OFFICERS/DIRECTORS

The officers of the Corporation shall be:

President:	Larry D. Middleton
Vice-President:	Ruth A. Middleton
Secretary:	Ruth A. Middleton
Treasurer:	Ruth A. Middleton

The director of the Corporation shall be:

Larry D. Middleton

Whose addresses shall be the same as the principal office of the Corporation.

#### ARTICLE VI - REGISTERED AGENT

The name and street address of the registered agent is:

Ruth A. Middleton, 4025 Thoroughbred Lane, Sebring, Florida 33875.

#### ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is:

Larry D. Middleton, 4025 Thoroughbred Lane, Sebring, Florida 33875.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent

5/10/01

gnat#re/Incorporator