

PO10000077555

HEAD, MOSS & FULTON, P.A.

ATTORNEYS AT LAW

1530 BUSINESS CENTER DRIVE, SUITE 4
ORANGE PARK, FLORIDA 32073

ROBERT J. HEAD, JR.*

JOHN B. MOSS

HOLLY E. FULTON**

*Board Certified Real Estate Law

**Board Certified Marital & Family Law

TELEPHONE: (904) 278-8200

TELECOPIER: (904) 269-8799

www.headmossfulton.com

July 20, 2001

Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

RE: WATSON ENTERPRISES OF FLORIDA, INC.
Articles of Incorporation

FILED
2001 AUG - 6 PM 2:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Dear Sirs:

Enclosed please find original Articles of Incorporation and Certificate Designating Resident Agent for the above corporation. Also enclosed is our check in the amount of \$70.85

Please file the Articles and return a certified copy to this office as soon as possible. A self-addressed, stamped envelope is also enclosed.

Yours very truly,

HEAD, MOSS & FULTON, P.A.

By: JOHN B. MOSS
JBM/ptt
Encls.

300004492403--0
-07/24/01--01005--002
*****78.75 *****78.75

2544
W01-17052

8/7/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED

2001 AUG -6 PM 2:43

SECRETARY OF STATE
TALLAHASSEE FLORIDA

July 24, 2001

JOHN B. MOSS, ESQUIRE
1530 BUSINESS CENTER DRIVE
SUITE 4
ORANGE PARK, FL 32073

SUBJECT: WATSON ENTERPRISES OF FLORIDA, INC.
Ref. Number: W01000017052

We have received your document for WATSON ENTERPRISES OF FLORIDA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 501A00043127

**ARTICLES OF INCORPORATION
OF
WATSON ENTERPRISES OF NORTH FLORIDA, INC.**

FILED

2001 AUG -6 PM 2:43

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is WATSON ENTERPRISES OF NORTH FLORIDA, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be: 1295 Lovett Road, Orange Park, FL 32065

ARTICLE III - DURATION

This corporation shall commence business upon filing with the Secretary of State, and thereafter shall exist perpetually.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is 1295 Lovett Road, Orange Park, FL 32065, and the name of the Corporation's initial registered agent at that address is CARY CRAIG WATSON, 1295 Lovett Road, Orange Park, FL 32065.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles is:

CARY CRAIG WATSON
1295 Lovett Road
Orange Park, FL 32065

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one (1).

The name and address of the initial director of the corporation is:

CARY CRAIG WATSON
1295 Lovett Road
Orange Park, FL 32065

ARTICLE VIII - PURPOSE

The purpose of this Corporation is:

- (a) Transportation services and the doing of any and all things related thereto.
- (b) The transaction of any and all other lawful business for which corporations may be incorporated and the doing of all lawful things related thereto.

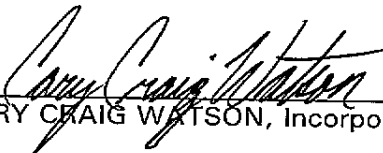
ARTICLE IX- RESTRAINT ON TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on the transfer or alienation of shares.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 14th day of July, 2001.


CARY CRAIG WATSON, Incorporator

STATE OF FLORIDA
COUNTY OF CLAY

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared CARY CRAIG WATSON, who executed the foregoing Articles of Incorporation, and who is personally known to me or who produced the following form of identification: personally known.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 19 day of July, 2001.

Notary Public, State of Florida
(Official Stamp)



John B. Moss
MY COMMISSION # CC986553 EXPIRES
January 28, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

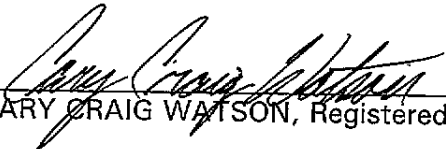
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in
compliance with said Act:

NORTH
First - WATSON ENTERPRISES OF FLORIDA, INC., desiring to organize under the laws
of the State of Florida, with its principal office as indicated in the Articles of Incorporation at
1295 Lovett Road, Orange Park, County of Clay, State of Florida, has named CARY CRAIG
WATSON of Clay County State of Florida, as its agent to accept service of process within this
State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at
the place designated in this certificate, I hereby accept to act in this capacity, and agree to
comply with the provisions of said Act relative to keeping open said office.


CARY CRAIG WATSON, Registered Agent

FILED
2001 AUG -6 PM 2:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA