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*(of counsel)

September 10, 2001

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*****78.75 *****78.75

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

01 SEP 20 PM 4:14
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attn: Corporate Filing Department

Re: Articles of Incorporation of: John Morrell's Auto Transport, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced not for profit corporation, together with our check in the amount \$78.75, which represents the filing fees and the cost for a certified copy of the same.

I would appreciate your filing the Articles of Incorporation and thereafter providing a certified copy of same to this office. Thank you for your courtesies and attention in this matter.

Sincerely,

Stephen R. Williams

Signed in his absence to avoid delay.

Stephen R. Williams
Enclosures

PS 9/21/01

ARTICLES OF INCORPORATION
OF
JOHN MORRELL'S AUTO TRANSPORT, INC.

FILED

01 SEP 20 PM 4:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned incorporators, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation shall be JOHN MORRELL'S AUTO TRANSPORT, INC.

ARTICLE II. PRINCIPAL PLACE OF BUSINESS

The principal office and address of said corporation is 10124 Ridgeway Drive, Port Richey, Florida 34668.

ARTICLE III. PURPOSE

The purpose of this corporation is for the transport of new and used vehicles, together with any and all business related thereto, and the transaction of any and all lawful business, both domestic and abroad for which corporations may be organized under Florida Statute 607.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares to be issued by this corporation shall be One Thousand (1,000) shares of common stock with a par value of One (\$1.00) Dollar each.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share at the price at which it is offered to others.

ARTICLE VI. REGISTERED AGENT

The Registered Agent of this corporation shall be JOHN MARK MORRELL and the Registered Address of the corporation shall be 10400 Flagship Avenue, Port Richey, Florida 34668. The Registered Agent does hereby accept and is familiar with the duties of being designated as Registered Agent.

ARTICLE VII. DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the By Laws, but shall never be less than one. The name and address of the initial director of this corporation is:

JOHN MARK MORRELL
10400 Flagship Avenue
Port Richey, Florida 34668

ARTICLE VIII. INCORPORATORS

The name(s) and addresse(s) of the incorporators to this corporation and number of shares they elect to take is/are:

JOHN MARK MORRELL 600 shares
10400 Flagship Avenue
Port Richey, Florida 34668

ARTICLE IX. AMENDMENT OF ARTICLES

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

ARTICLE X. EFFECTIVE DATE

This corporation shall be in existence and effective upon the date of the filing these Articles of Incorporation.

IN WITNESS WHEREOF, the incorporators and Registered Agent have hereunto set her hand and seal this 4th day of September, 2001.

WITNESSES:

Mary Ann Frampton
Brida L. Louten

John Mark Morrell
JOHN MARK MORRELL, Incorporator

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned authority, personally appeared JOHN MARK MORRELL, who executed the foregoing instrument, and acknowledged that he/she signed and sealed the said instrument, and did so freely and voluntarily for the uses and purposes therein mentioned.

WITNESS my hand and official seal this 4th day of September, 2001.

My Commission Expires:

Mary Ann Frampton
Notary Public

(☒) OATH TAKEN
(☐) OATH NOT TAKEN

(☒) PERSONALLY KNOWN
(☐) PRODUCED IDENTIFICATION:

WITNESSES:



Mary Ann Frampton
MY COMMISSION # DD041075 EXPIRES
August 20, 2005
BONDED THRU TROY FAIR INSURANCE, INC.

Mary Ann Frampton
Linda L. Louthan

John Mark Morrell
JOHN MARK MORRELL
Registered Agent

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned authority, personally appeared JOHN MARK MORRELL, who executed the foregoing instrument, and acknowledged that he/she signed and sealed the said instrument, and did so freely and voluntarily for the uses and purposes therein mentioned.

WITNESS my hand and official seal this 4th day of September, 2001.

My Commission Expires:

Mary Ann Frampton
Notary Public

(☒) OATH TAKEN
(☐) OATH NOT TAKEN

(☒) PERSONALLY KNOWN
(☐) PRODUCED IDENTIFICATION:
FL DRIVER'S License



Mary Ann Frampton
MY COMMISSION # DD041075 EXPIRES
August 20, 2005
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

01 SEP 20 PM 4: 14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the aforementioned corporation, organized under the Laws of the State of Florida, submit the following statement in designating the Registered Office/Registered Agent, in the State of Florida:

1. The name of the corporation is:

JOHN MORRELL'S AUTO TRANSPORT, INC.

2. The name and street address of the Registered Agent and Office is:

JOHN MARK MORRELL
10400 Flagship Avenue
Port Richey, Florida 34668

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


JOHN MARK MORRELL