

TRANSMITTAL LETTER

P02000022678

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-02/25/02--01056--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: Joseph S Glemba Trucking Company  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee  
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy  
 \$87.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

**EFFECTIVE DATE**  
02-22-02

FROM: Joseph S Glemba  
Name (Printed or typed)

35054 Southwest 188th Place Lot 90  
Address

- Homestead, FL 33034  
City, State & Zip

305- 724-6320  
Daytime Telephone number

02 FEB 25 PM 12: 52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

02-28-02

**ARTICLES OF INCORPORATION**  
**OF**  
**JOSEPH S GLEMB TRUCKING COMPANY**

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02 FEB 25 PM 12:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
**FILED**

The undersigned, acting as incorporator under the provisions of Florida Statutes, Chapter 607, adopts the following articles of Incorporation:

**ARTICLE I NAME**

JOSEPH S GLEMB TRUCKING COMPANY

**ARTICLE II PLACE OF BUSINESS**

The mailing address for the corporation shall be 35054 Southwest 188<sup>th</sup> Place, Lot 90, Homestead, FL 33034

**EFFECTIVE DATE**

02-22-02

**ARTICLE III PURPOSE**

The corporation may engage in transaction of any and all business activities permitted under the laws of the State of FLORIDA and the United States of America.

**ARTICLE IV APPOINTMENT OF DIRECTORS**

Directors shall be voted upon by the organizers of said corporation in a manner permitted under the laws of the State of FLORIDA.

**ARTICLE V INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board of Directors shall be 1. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws but shall never be less than 1.

The name and addresses of each individual who shall serve as a member of the Initial Board of Directors and officer's is/are: **President: Joseph S. Glemba, 35054 Southwest 188<sup>th</sup> Place, Lot 90, Homestead, FL 33034**

**ARTICLE VI REGISTERED AGENT**

The name and address of this corporation's principal office and the address of the initial registered agent is: **Joseph S. Glemba, 35054 Southwest 188<sup>th</sup> Place, Lot 90, Homestead, FL 33034**

**ARTICLES OF INCORPORATION**  
**OF**  
**JOSEPH S GLEMB TRUCKING COMPANY**

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**ARTICLE VII INCORPORATOR**

The name and address of the incorporators are as follows: **Joseph S. Glemba, 35054 Southwest 188<sup>th</sup> Place, Lot 90, Homestead, FL 33034**

**ARTICLE VII TERM OF EXISISTANCE**

The duration of this corporation shall be perpetual commencing on the 22<sup>nd</sup> day of February 22, 2002.

**ARTICLE IX STOCK CLAUSE**

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be 250 shares of common stock, each with par value of \$4.00.

**ARICLE X PRE-EMPTIVE RIGHTS**

Each Shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this Corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this Corporation, in the ration that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. This right shall be deemed waived by any Shareholder who does not exercise it and par for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the Corporation stating the prices terms and conditions of the issue of shares and inviting him or her to exercise his or her preemptive rights. This right may also be waived by affirmative written waiver submitted by the Shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation.

**ARTICLE XI LONG TERM EMPLOYMENT CONTRACT**

The Board of Directors may authorize the Corporation to enter into employment contracts with any executive officer for periods longer than one (1) year, and any Charter or By-Law provision for annual election shall be without prejudice to the contract rights, if any, of the executive officer under such contracts.

**ARTICLES OF INCORPORATION**  
**OF**  
**JOSEPH S GLEMBA TRUCKING COMPANY**

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**ARTICLE XII DIRECTOR RELIANCE ON CORPORATE RECORDS**

A Director shall not be liable for dividends illegally declared, distributions illegally made to Shareholders or any other action taken in reliance in good faith upon financial statements of the Corporation represented to him or her to be correct by the President of the Corporation or the officer having charge of the books of the account, or certified by an independent or certified Accountant to clearly reflect the financial condition of the Corporation; nor shall be liable if, in good faith in determining the amount available for dividends or distribution, he considers the assets to be of ample value.

**ARTICLE XIII AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors and proposed by them to the Shareholders, and approved at a Shareholders' meeting unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation are made. All rights conferred on Shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of this Corporation, executes these Articles of Incorporation and certifies to the truths of the facts herein stated, this 22 day of February, 2002.

  
\_\_\_\_\_  
Joseph S. Glemba

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Said Registered Agent named in ARTICLE VI hereof, has executed the following acknowledgment accepting said office and agreeing to comply with the provision of Chapter 48.091 Florida Statutes: I, Joseph S Glemba, having been named to accept service of process for the above stated Corporation, at the place designated in ARTICLE VI hereof, heresy accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Joseph S. Glemba