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AUTHORIZATION :

Patricia Pignato

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 22, 2002

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ORDER NO. : 591607-005

CUSTOMER NO: 128761A

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CUSTOMER: Paul A. Gelep, Esq
Paul A. Gelep, Esq

7419 U.s. Highway 19

New Port Richey, FL 34652

DOMESTIC FILING

NAME: SMOOTH TRANSPORT & HAULING,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

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TALLAHASSEE, FLORIDA

gfs/pz

ARTICLES OF INCORPORATION
OF
SMOOTH TRANSPORT & HAULING, INC.

FILED
02 MAY 22 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the Laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SMOOTH TRANSPORT & HAULING, INC.

The address of the principal office of this corporation shall be **4835 Longwood Avenue, Holiday, Florida 34690**, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 300 shares of common stock having a value of \$1.00 per share.

ARTICLE IV. REGISTERED AGENT

The address of the corporation's initial registered office is 4835 Longwood Avenue, Holiday, Florida 34690, and the name of the initial registered agent of the corporation at said address is KATHLEEN ANDERSEN.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three (3) Directors, initially. The number of Directors may be increased or decreased from time to time by a unanimous consent of the Stockholders. The names and addresses of the initial members of the Board of Directors are:

KATHLEEN ANDERSEN
Director

4835 Longwood Avenue
Holiday, Florida 34690

GREGORY PAE
Director

6629 Krycul Avenue
Riverview, Florida 33569

PATRICK FETCINKO
Director

4835 Longwood Avenue
Holiday, Florida 34690

ARTICLE VII. INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE VIII. INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE VIV. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X. PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at that time of issuance bears to the total number of shares then outstanding,

exclusive of treasury shares. Any shareholder's preemptive rights shall be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the corporation within thirty (30) days of receipt of written notice from the corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his or her preemptive rights by affirmative written notice of waiver within thirty (30) days of receipt of notice of the corporation's issuance of shares.

ARTICLE XI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:


**KATHLEEN ANDERSEN
4835 Longwood Avenue
Holiday, Florida 34690**

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 21st day of May, 2002.


Kathleen Andersen
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

KATHLEEN ANDERSEN, having a street address identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Kathleen Andersen
Registered Agent

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02 MAY 22 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF PASCO)

BEFORE ME, the undersigned authority, personally appeared KATHLEEN ANDERSEN, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and she acknowledged to and before me that she executed the same for the uses and purposes therein mentioned and set forth. That she produced the following as identification: a Florida Driver's License No. A536-515-45-745-0, Expiration 07/05/03.

IN WITNESS WHEREOF, I have hereunder set my hand and seal at New Port Richey, in the said County and State, this 21st day of May, 2002.

My Commission Expires:


Notary Public
Printed Name: VIRGINIA A. JAUTZE

VIRGINIA A. JAUTZE
Notary Public, State of Florida
Comm. No. CC881892
Commission Expires Jan. 27, 2004