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MARVIN I. MOSS, P.A.
20801 Biscayne Boulevard
Suite 506
Aventura, Florida 33180 1430
Tel: (305) 936-8844
FAX: (305) 936-1804

July 25, 2002

Secretary of State
Division of Incorporation
P. O. Box 6327
Tallahassee, Florida 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Allstate Relocation Services, Inc.

Gentlemen:

Enclosed is the original and one (1) duplicate copy of the Articles of Incorporation for the above corporation. The duplicate copy has been subscribed and acknowledged by the subscriber in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it.

A check is also enclosed for \$78.75 to cover the filing fees, fee for the certified copy of the Certificate of Incorporation and the registered agent designation.

Please forward the certified copy of the Articles back to us as soon as possible.

Very truly yours,

MARVIN I. MOSS, P.A.



Marvin I. Moss

MIM:mn

Enclosure (as stated)

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MARVIN I. MOSS, P.A.
20801 Biscayne Boulevard
Suite 506
Aventura, Florida 33180 1430
Tel: (305) 936-8844
FAX: (305) 936-1804

August 5, 2002

Secretary of State
Division of Incorporation
P. O. Box 6327
Tallahassee, Florida 32314

Att: Loria Poole, Corporate Specialist
New Filing Section

Re: Allstate Moving Services, Inc.

Dear Mrs. Poole:

Pursuant to your request, enclosed please find a copy of your July 30, 2002 letter together with the original and one copy of the Articles of Incorporation for Allstate Moving Services, Inc.

Please provide me with the certified copy of the Certificate of Incorporation and the registered agent designation.

Please forward the certified copy of the Articles back to us as soon as possible.

Very truly yours,

MARVIN I. MOSS, P.A.



Marvin I. Moss

MIM:mn

Enclosure (as stated)



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 30, 2002

MARVIN I. MOSS, P.A.
20801 BISCAYNE BLVD.
SUITE 506
AVENTURA, FL 33180-1430

SUBJECT: ALLSTATE RELOCATION SERVICES, INC.
Ref. Number: W02000021946

We have received your document for ALLSTATE RELOCATION SERVICES, INC.. However, the document has not been filed and is being returned for the following:

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) 245-6934.

Loria Poole
Corporate Specialist
New Filings Section

Letter Number: 802A00045980

ARTICLES OF INCORPORATION
OF
ALLSTATE MOVING SERVICES, INC.

I, the undersigned, for the purpose of becoming a Corporation under the Laws of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations for profit, file these Articles of Incorporation.

ARTICLE I

The name of the Corporation is ALLSTATE MOVING SERVICES, INC.

ARTICLE II

The general nature of the business to be transacted is as follows:

SECTION 1: To own, operate and maintain, acquire by purchase, lease, or otherwise trucklines, and any other means of transportation for the transportation of freight, goods, wares, purchase, and other property of every kind of nature, and to conduct, engage in, and carry on the business of transportation of property of every class and description; and to own, operate, maintain, hold and use, purchase, lease, and sell, or otherwise dispose of or deal with terminal properties and storage facilities which may be necessary or useful in connection with the business of the Corporation and in general to do any and all acts that may be necessary, convenient, or appurtenant to any one of the above-mentioned objects or industrial enterprise calculated or designed to be profitable to this Corporation and in conformity with the Laws of the State of Florida.

SECTION 2: To generally engage in, do and perform any enterprise, act or vocation that a natural person might do or perform.

SECTION 3: To engage in and carry on any business or businesses and every act or deed pertaining thereto, either directly or indirectly, which is not prohibited by the Laws of the State of Florida, and to so engage in and carry on said business or businesses in Florida, or in any other State in the United States or in any foreign country. To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, throughout the United States and elsewhere.

ARTICLE III

The foregoing clauses shall be construed both as objects

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TALLAHASSEE, FLORIDA

and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE IV

Any unissued stock or such additional authorized issue of new stock or of other securities convertible into stock may be issued and disposed of pursuant to resolution of the Board of Directors to such persons, firms, corporations or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of their discretion.

ARTICLE V

The maximum number of shares of stock of this Corporation is authorized to have outstanding at any time shall be 7,000 shares of One (\$1.00) Dollar par value, unless duly changed in accordance with the laws of the State of Florida. It is the intention of this Corporation that the stock issued shall qualify as "Section 1244 stock," as such term is defined in the Internal Revenue Code and the Regulations issued thereunder.

ARTICLE VI

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 thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

The street address of the initial registered office of this Corporation in the State of Florida shall be 20801 Biscayne Boulevard, Suite 506, Aventura, Florida 33180-1430 which is the principal place of the corporation; and the name of the initial registered agent of this Corporation is Vered Hirsh at 3300 N.E. 192nd Street, #207, Aventura, Florida 33180.

The Corporation may have such other places of business, both within and without the State of Florida, and in foreign countries, as may be necessary and convenient.

ARTICLE VIII

This Corporation shall exist perpetually.

ARTICLE IX

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to

time, by-Laws adopted by the stockholders, but shall never be less than one.

The initial directors are:

Vered Hirsh, whose street address is: 3300 N.E. 192nd Street, #207, Aventura, Florida 33180

Arie Grinbaum, whose street address is: 3300 N.E. 192nd Street, #207, Aventura, Florida 33180

ARTICLE X

The initial officers of this Corporation shall be as follows:

President: Vered Hirsh, whose street address is: 3300 N.E. 192nd Street, #207, Aventura, Florida 33180

Secretary: Arie Grinbaum, whose street address is: 3300 N.E. 192nd Street, #207, Aventura, Florida 33180

The persons named as initial officers shall hold office for the first year of existence of the Corporation or until such persons successor is elected or appointed and has qualified whichever occurs first.

ARTICLE XI

This Corporation shall have the authority, acting through its Board of Directors, to advance expenses to and indemnify any officer, employee, agent or director to the full extent permitted by law when said person has incurred expenses or liabilities, in the sole discretion of the Board of Directors for the benefit or on behalf of the Corporation.

ARTICLE XII

The shares of stock of this Corporation shall be subject to the terms and provisions of any Shareholders' Agreements between the initial shareholders of this Corporation. Any rights of shareholders and of transferees of the shares of this Corporation shall subject to the restrictions therein contained.

ARTICLE XIII

The name and street address of the subscriber to the Articles of Incorporation is as follows:

Vered Hirsh
3300 N.E. 192nd Street
#207
Aventura, Florida 33180

ARTICLE XIV

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the undersigned, being the subscribing incorporator, have unto set my hand and seal the purpose of forming this Corporation under the Laws of the State of Florida, this 25 day of July, 2002.

VERED HIRSH

Having been named Registered Agent for the above stated corporation, at the place designated in these Articles, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as such.

VERED HIRSH

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