

PO2000087660

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

Re: WINSTREAM LOGISTICS INC.
2611 MYAKKA DRIVE
ORLANDO, FLORIDA 32839

Dear Department of State:

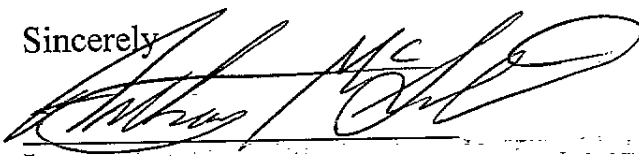
I am enclosing an original and one copy of the Articles of Incorporation for the above-proposed corporation. [I reserved the above corporate name with your office pursuant to reservation # _____, dated 08/07/02]

Also enclosed are a check/ money order in the amount of \$ 122.50 in Payment of the following fees

Filing Fee	\$ 35.00	700007053207--5
Certified copy fee	<u>52.50</u>	-08/12/02--01057--005
Registered Agent fee	<u>35.00</u>	****122.50 *****78.75
Charter Tax	<u>00.00</u>	
 TOTAL	 122.50	

Please file the original articles and return the certified copy to me at the above address:

Sincerely



Incorporator
ANTHONY MCGILL

FILED
02 AUG 12 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bm 8/14

ARTICLES OF INCORPORATION
OF
WINSTREAM LOGISTICS INC.

FILED
02 AUG 12 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ONE: The name of the corporation is WINSTREAM LOGISTICS INC.

TWO: The duration of the corporation shall be perpetual.

THREE: The address of the corporation is 2611 Myakka Drive
Orlando, Florida 32839

FOUR: The general purpose or purposes for which this corporation is being formed are to operate a General Freight Transportation Company including Freight, Passengers, Local and Long distance Freight. Hazardous and Non-Hazardous materials. Local and International Freight and any other lawful business activity for which corporation may be incorporated under Chapter 607 of the Florida Statutes.

FIVE: The aggregate number of shares, which the corporation shall have authority to issue is:

TEN THOUSAND (10,000) common
shares having a value of \$0.50 per share.

SIX: The registered agent and the street address of the initial registered office of the corporation in the state of Florida is:

Name

Address

EDWARD HEMINGHWAY

4851 WILLOW RUN WEST
ORLANDO, FLORIDA 32839

SEVEN: The number of directors constituting the initial board of directors is 2 and the name and address of each person who is to serve as a member thereof is as follows:

Name

Address

ANTHONY MCGILL

2611 MYAKKA DRIVE
ORLANDO, FLORIDA 32839

EDWARD HEMINGHWAY 4851 WILLOW RUN WEST
ORLANDO, FLORIDA 32808

EIGHT: The name and address of the sole incorporator is:

Name

Address

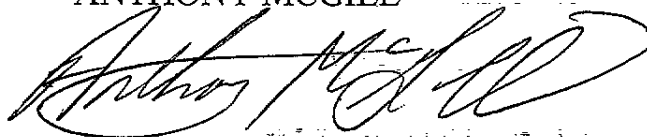
ANTHONY MCGILL

2611 MYAKKA DRIVE
ORLANDO, FL 32839

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these articles of Incorporation.

DATED: 08-09-02

ANTHONY MCGILL



The internal affairs of the corporation shall be governed by the By- Laws of the corporation, which shall be adopted at first meeting of the board of directors.

ARTICLE NINE (1X):

SUBSCRIBERS

The names and street addresses and the number of shares subscribed to by the subscribers hereto, who are also members of the first Board of Directors and who are to conduct the Business of the Corporation until those elected at the organizational meeting, are:

ANTHONY MCGILL
2611 MYAKKA DRIVE
ORLANDO, FL 32839

5000 Shares

EDWARD HEMINGHWAY
4851 WILLOW RUN WEST
ORLANDO, FL 32808

5000 Shares

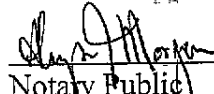
STATE OF FLORIDA

COUNTY OF SEMINOLE

I, HEREBY CERTIFY that on this day, before me, a Notary Public authorized in the state and county named above to take acknowledgments, personally appeared to me known to be the person described EDWARD HEMINGWAY as the subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he/ she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this

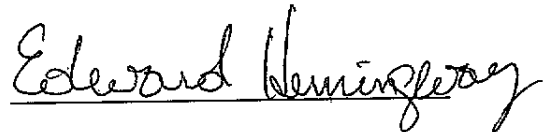
9th day of AUGUST, 2002.

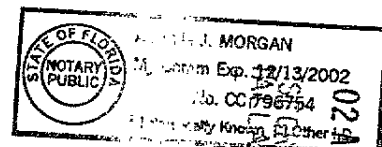


Notary Public

My commission expires: 12/13/2002

I, the undersigned, hereby accept the appointment as Registered Agent of the above noted corporation. I am familiar with, and accept the obligations of, Section 607.325 of the Florida Statutes.





FILED
02 AUG 12 AM 9:04
CLERK OF STATE
TREASURY, FLORIDA