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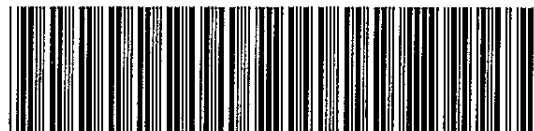
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12/31/02--01080--001 **78.75

FILED
02 DEC 31 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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December 30, 2002

The Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: River City Delivery, Inc.


Dear Sir or Madam:

Enclosed you will find an original and one copy of the Articles of Incorporation and Certificate of Acceptance of Designation as Registered Agent, together with our check for \$78.75 to cover your charges as follows:

| | |
|---|-----------------|
| Filing Fee | \$ 35.00 |
| Fee for Certified Copy of Articles of Incorporation | \$ 8.75 |
| Fee for Filing Certificate of Registered Agent | \$ 35.00 |
| TOTAL | \$ 78.75 |

Please file the original Articles and Certificate of Registered Agent, certify the copy and return the certified copy to me. Should you need anything further in connection with this matter, please advise.

Sincerely,


Lee G. Kellison

LGK/lk
Enclosures

ARTICLES OF INCORPORATION

OF

RIVER CITY DELIVERY, INC.

ARTICLE I

EFFECTIVE DATE

01-02-03

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME, PRINCIPAL OFFICE, AND MAILING ADDRESS

The name of this corporation is River City Delivery, Inc.. The corporation's initial principal office and mailing address are located at 5533 Auburn Road, #C, Jacksonville, FL 32207.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue Seventy Five Hundred (7500) shares of common stock having a par value of One and No/100 Dollars (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares"

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on January 2, 2003.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 12276 San Jose Blvd., Suite 126, Jacksonville, Florida 32223, and the name of the initial registered agent of this corporation is Lee G. Kellison. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of this corporation are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------------|--|
| S. Michael TenBroeck | 5533 Auburn Road, #C Jacksonville, FL 32207 |

ARTICLE VII

INCORPORATOR

The name and address of the incorporator of this corporation is as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------|---|
| Lee G. Kellison | 12276 San Jose Blvd., Suite 126 Jacksonville, FL 32223 |

ARTICLE VIII

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 30th day of December, 2002.

Lee Kellison (SEAL)
Lee G. Kellison, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, personally appeared Lee G. Kellison (X) to me well known and known to me to be the individual described in or () who presented his/her drivers license or other identification N/A and who acknowledged to and before me that he executed the foregoing Articles of Incorporation for the purpose therein expressed.

Witness my hand and official seal this 30th day of December, 2002..

L. G. Kennington
Notary Public, State of Florida at Large.
My Commission expires: _____

Type or Print name of notary

Commission No.



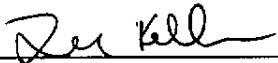
Laura G. Kennington
MY COMMISSION # CC953982 EXPIRES
October 14, 2004
BONDING THROUGH FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND
ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, River City Delivery, Inc., desiring to organize under the laws of the State of Florida with its initial principal office, as indicated in its articles of incorporation, being located at 5533 Auburn Road, #C, Jacksonville, Florida 32207, has designated Lee G. Kellison as its initial registered agent to accept service of process within this state, and has designated as its initial registered office the following address: 12276 San Jose Blvd., Suite 126, Jacksonville, Florida 32223.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon River City Delivery, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 12276 San Jose Blvd., Suite 126, Jacksonville, FL 32223.

IN WITNESS WHEREOF, I, the said Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 30th day of December, 2002.



Lee G. Kellison, as Registered Agent

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TALLAHASSEE, FLORIDA