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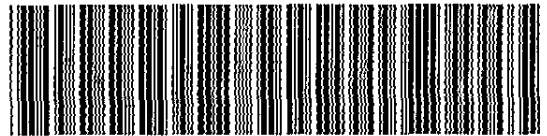
(Business Entity Name)

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RECEIVED  
DIVISION OF CORPORATIONS  
03 JAN 31 AM 9:25  
STATE OF FLORIDA  
TALLAHASSEE

T. SMITH FEB 03 2003

**CT CORPORATION**

January 31, 2003

Secretary of State, Florida  
409 East Gaines Street  
Tallahassee FL 32399

Re: Order #: 5779618 SO  
Customer Reference 1:  
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Auto Rail Services of Miami, Inc. (FL)  
Incorporation  
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell  
Fulfillment Specialist  
Ashley\_Mitchell@cch-lis.com

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

**ARTICLES OF INCORPORATION  
OF  
AUTO RAIL SERVICES OF MIAMI, INC.**

SECRETARY OF STATE  
- DIVISION OF CORPORATIONS

03 JAN 31 AM 9:25

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Corporation shall be Auto Rail Services of Miami, Inc.

The principal place of business/mailling address shall be 607 North Shore Drive, Suite 104, Jeffersonville, Indiana 47130.

**ARTICLE II. NATURE OF BUSINESS**

The Corporation may engage in or transact all lawful activities or businesses 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 total number of shares of capital stock which the Corporation shall have authority to issue is One Million (1,000,000) shares of Common Stock with a par value of One Dollar (\$1.00) per share, all of which shares, when issued, shall be full paid and non-assessable.

None of the shares of Common Stock shall be entitled to any preference over any other shares of such stock. Such dividends, payable in cash, stock or otherwise, as may be determined by the Board of Directors, may be declared and paid on the Common Stock from time to time out of funds lawfully available therefor. Upon any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the remaining net assets of the Corporation shall be distributed pro rata to the holders of shares of the Common Stock upon such liquidation, dissolution or winding up.

**ARTICLE IV. REGISTERED AGENT**

The street address of the initial registered office of the Corporation shall be 1200 South Pine Island Road, Plantation, Florida 33324 and the name of the initial registered agent of the Corporation at that address is CT Corporation System, Inc.

**ARTICLE V. TERM OF EXISTENCE**

The Corporation shall exist perpetually.

**ARTICLE VI. DIRECTORS**

The Corporation shall have two (2) directors initially. The names and addresses of the initial members of the Board of Directors are:

Steven Lee Renne

607 North Shore Drive, Suite 104,  
Jeffersonville, Indiana 47130

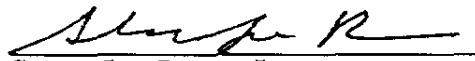
Ryan Renne

607 North Shore Drive, Suite 104,  
Jeffersonville, Indiana 47130

ARTICLE VII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are Steven Lee Renne, 607 North Shore Drive, Suite 104, Jeffersonville, Indiana 47130.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 29<sup>th</sup> day of January, 2003.

  
Steven Lee Renne, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

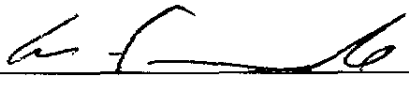
The following is submitted in accordance with the requirements of Chapter 48.091, Florida Statutes:

AUTO RAIL SERVICES OF MIAMI, INC. desiring to organize under the laws of the State of Florida with its registered office address, as indicated in the Articles of Incorporation, as 1200 South Pine Island Road, Plantation, Florida 33324, has named CT Corporation System, Inc. as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, F.S., relative to keeping open said office.

CT CORPORATION SYSTEM, INC.

By:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**Allan Farnell, Vice President**

ST. JAMES COUNTY  
DIVISION OF CORRECTIONS  
03 JAN 31 AM 9:25