

**P03000062941**

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000019193150

06/03/03--01027--004 \*\*78.75

FILED  
03 JUN -3 AM 9:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LAW OFFICES

**MARVIN I. MOSS, P.A.**

AVENTURA CORPORATE CENTER  
SUITE 506 • 20801 BISCAYNE BOULEVARD  
NORTH MIAMI BEACH, FLORIDA 33180-1430

TELEPHONE (305) 936-8844  
TELEFAX (305) 936-1804  
E-MAIL: MOVERLAW@AOL.COM

May 29, 2003

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

Re: Transport Moving Services Group, Inc.

Gentlemen:

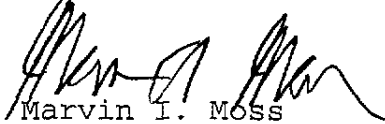
Enclosed is the original and one (1) duplicate copy of the Articles of Incorporation for the above corporation. The duplicate copy has been subscribed and acknowledged by the subscriber in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate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

FILED

03 JUN -3 AM 9:01

ARTICLES OF INCORPORATION  
OF  
TRANSPORT MOVING SERVICES GROUP, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, 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 TRANSPORT MOVING SERVICES GROUP, 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, 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

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 1664 N.E. 205th Terrace, Miami, Florida 33179 which is the principal place of the corporation; and the name of the initial registered agent of this Corporation is DIERDRE HALL at 1664 N.E. 205th Terrace, Miami, Florida 33179.

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 one director 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 director is:

DIERDRE HALL whose street address is:  
1664 N.E. 205th Terrace, Miami, Florida 33179

#### ARTICLE X

The initial officer of this Corporation shall be as follows:

President: DIERDRE HALL whose street address is:  
1664 N.E. 205th Terrace, Miami, Florida 33179

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

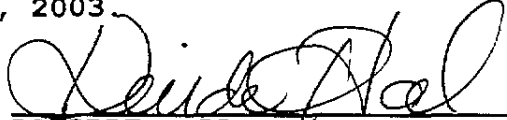
The name and street address of the subscriber to the Articles of Incorporation is as follows:

DIERDRE HALL whose street address is:  
1664 N.E. 205th Terrace, Miami, Florida 33179


#### 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 for the  
purpose of forming this Corporation under the Laws of the State of  
Florida, this 28th day of May, 2003.

  
DIERDRE HALL

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.

  
DIERDRE HALL

03 JUN -3 AM 9:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED