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Jacksonville, FL 32202

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March 8, 2005

Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation of Bear Trucking, Inc.

Dear Secretary of State:

Please find enclosed the original and one copy of the Articles of Incorporation of Bear Trucking, Inc.

Also, enclosed is our check in the amount of $70.00 to cover the filing fees. Please return the extra copy of the Articles for the incorporation to my office after it has been filed.

Thank you for your cooperation.

Yours truly,

BIVENS, JONES & ASSOCIATES

/s/ Burney Bivens

Burney Bivens, Esquire

BB\tam

Enclosures

ARTICLES OF INCORPORATION

OF

BEAR TRUCKING, INC.

The undersigned, acting as incorporator of a corporation under the Florida General

Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is Bear Trucking, Inc.

ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

This corporation is organized for the purpose of trucking delivery and any other activity

or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - AUTHORIZED SHARES

The aggregate number of shares that the corporation shall have the authority to issue is

7,500 shares of capital stock for the par value of $0.01 per share. The sum of $75.00, the par

value of all shares of capital stock of the corporation that have been issued, shall be the stated

capital of the corporation at any particular time. The holders of the outstanding capital stock

shall be entitled to receive, when and as declared by the Board of Directors, dividends payable

either in cash, in property, or in shares of the capital stock of the corporation. The shares of

the corporation are not to be divided into classes, and the corporation is not authorized to issue

shares in series.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of the corporation is located in Duval County, Florida, and the address is 7928 Lemans Drive, Jacksonville, Florida   32210. The name of the initial registered agent is Lydell Jackson, and the initial registered office is 7928 Lemans Drive, Jacksonville, Florida   32210.

ARTICLE VI - DIRECTORS

The initial Board of Directors shall consist of two (2) member(s) who need not be a resident of the State of Florida or a shareholder of the corporation.

ARTICLE VII - INITIAL DIRECTORS

The names and addresses of the persons who shall serve as Directors until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified, are as follows:

NAME	ADDRESS
Lydell Jackson	7928 Lemans Drive Jacksonville, FL 32210
Erica Jackson	7928 Lemans Drive Jacksonville, FL 32210

ARTICLE VIII - INCORPORATOR

The name and address of the initial incorporator is as follows:

NAME	ADDRESS
Lydell Jackson	7928 Lemans Drive Jacksonville, FL 32210

ARTICLE IX - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by a ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.
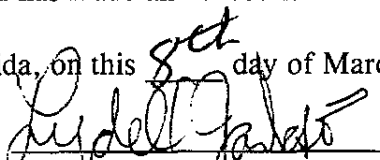
ARTICLE X - CUMULATIVE VOTING

The shareholders of the corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or a Vice-President of said corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholder's meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

ARTICLE XI - SECTION 1244

This corporation and the shareholders hereof shall be subject to Section 1244 of the United States Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Jacksonville, Duval County, Florida, on this 8th day of March, 2005.

_____
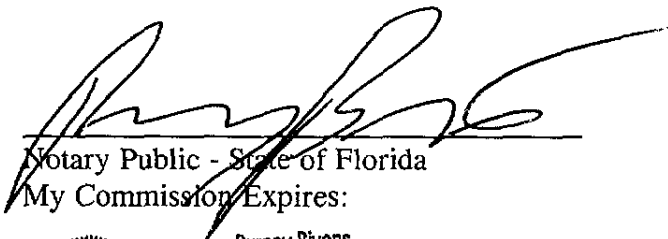Lydell Jackson, Incorporator

STATE OF FLORIDA   )
                          :ss
COUNTY OF DUVAL   )

BEFORE ME, the undersigned authority, personally appeared LYDELL JACKSON,

who is well known to be the person described in and who subscribed the above Articles of

Incorporation, and he did freely and voluntarily acknowledge before me according to the law

that he made and subscribed the same for the uses and purposes therein mentioned and set

forth.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at

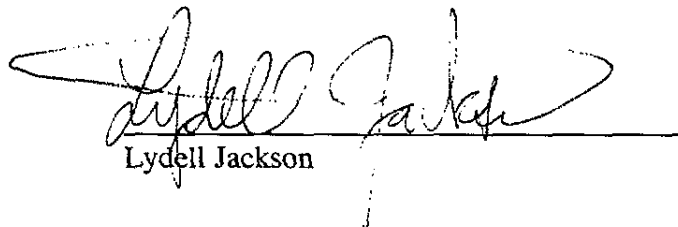Jacksonville, Duval County, Florida on this ____ day of March, 2005.

Notary Public - State of Florida
My Commission Expires:

Burney Bivens
MY COMMISSION # DD207327 EXPIRES
July 4, 2007
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent for BEAR

TRUCKING, INC.

Lydell Jackson