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(City/State/Zip/Phone #)

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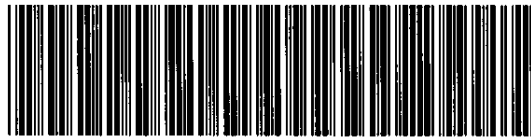
(Business Entity Name)

(Document Number)

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

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PO4-86073  
JL

COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: BRITTON & ASSOCIATES Transportation  
(Name of Resulting Florida Profit Corporation) SPECIALIST INC

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Rowland V. Williams  
(Contact Person)

VERICANT'S BUSINESS SERVICES  
(Firm/Company)

1125-1 CESERY BLVD  
(Address)

TAX FL. 32211  
(City, State and Zip Code)

For further information concerning this matter, please call:

Rowland V. Williams at ( 904 ) 294-1554  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$105.00 Filing Fees  
☒ \$113.75 Filing Fees and Certificate of Status  
☐ \$113.75 Filing Fees and Certified Copy  
☐ \$122.50 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Profit Corporation**

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

BRITTON & ASSOCIATES TRANSPORTATION SPECIALIST,  
(Enter Name of Other Business Entity) LOS GATOS LLC

2. The "Other Business Entity" is a LLC  
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of FLORIDA  
(Enter state, or if a non-U.S. entity, the name of the country)

on 09-14-05  
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

FLORIDA

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

BRITTON & ASSOCIATES TRANSPORTATION SPECIALIST INC.  
(Enter Name of Florida Profit Corporation)

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5. If not effective on the date of filing, enter the effective date: 06/26/06  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 25th day of June, 20 06.

Signature: Rayfield J. Britton Sr.  
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: RAYFIELD J. BRITTON SR. Title: MEMBER

**Fees:**

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

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**ARTICLES OF INCORPORATION  
OF  
BRITTON & ASSOCIATES TRANSPORTATION SPECIALIST INC.**

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The undersigned incorporator 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**

The name of this corporation is: **BRITTON & ASSOCIATES TRANSPORTATION  
SPECIALIST INC.**

**ARTICLE II**

The general nature of the business to be transacted by this corporation is:

To engage in any activity or business permitted under the laws of the United States  
And of this state.

To the same extent as natural persons might or could do, to purchase or otherwise  
Acquire, and to hold , own, maintain, work, develop, sell. Lease, exchange, hire, convey,  
Mortgage or otherwise to dispose of and deal in, lands and leaseholds, and any  
interest,  
Estate, and rights in real property, and personal or mixed property, and franchises,  
Rights, licenses or privileges necessary, convenient appropriate for any of the purposes  
Herein expressed.

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To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, Assign, transfer, or otherwise to dispose of, and to invest in, deal in and with, goods, Wares, merchandise, real and personal property, and services of every class, kind and Description, now or hereafter permitted by law.

To conduct business in, have one or more offices in and to buy, hold, mortgage, sell, Convey, lease, or otherwise to dispose of real and personal property. Including Franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in All other states and countries.

To contract debts and borrow money, issue and sell pledge bonds, debentures, notes And other evidences of indebtedness, and to execute such mortgages, transfers of Corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all Rights, powers and privileges of ownership, including the right to vote such stock.

To exercise all the powers now granted to this type of corporation under Florida law. And all powers subsequently authorized or granted by law to private corporations.

The foregoing clauses shall be construed both as objects and powers, and it is Hereby expressly provided that the foregoing enumeration of specific powers shall not Be held to limit or restrict in any manner the powers of this corporation.

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### **ARTICLE III**

The maximum number of shares of stock that this corporation is authorized to have Outstanding at any one time is:

100,000 Shares of Common Stock of  
par value of \$1.00 per share.

The shareholders shall have preemptive rights.

Cumulative voting shall not be permitted.

The shareholders may, by by-law provision or by written shareholders' agreement, impose such restrictions on the sale, transfer, or encumbrance of the stock of this Corporation as they may see fit.

### **ARTICLE IV**

This Corporation is to exist perpetually, and its corporate existence shall begin upon filing.

### **ARTICLE V**

The Board of Directors may from time to time move the principal office to any other Address in Florida. The initial address of the principal office of this corporation in the State of Florida is:

1665 WINTHROP STREET, JACKSONVILLE, FL 32206

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## **ARTICLE VI**

The number of directors may be increased or diminished from time to time by By-laws adopted by the Stockholders, but shall never be less than one. Initially, the Number of directors shall be One (2).

## **ARTICLE VII**

The name and post office address of the members of the first Board of Directors

Are:

**Name**

Rayfield J. Britton SR.  
CEO/President/Treasurer

**Address**

1665 Winthrop Street  
Jacksonville, FL 32206

Belinda J. Britton  
COO/VP/SEC

1665 Winthrop Street  
Jacksonville, FL 32206

## **ARTICLE VIII**

The name and post office address of each incorporator to these Articles of

Incorporation:

**Name**

Rowland V. Williams

**Address**

1125-1 Cesery Blvd  
Jacksonville, Florida 32211

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### ARTICLES IX

The corporation shall indemnify any and all persons who may serve or who have served at any time as directors or officers, or who at the request of the Board of Directors of the corporation may serve or at any time have served as directors or officers of another corporation in which the corporation at such time owned or may own shares of stock of which it was or may be a creditor, and their respective heirs, Administrators, successors and assigns, against any and all expenses, including amounts paid upon judgment, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding in which they, or any of them, are made parties, or a party, or which may be asserted against them or any of them, by reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in any action, suit, or proceeding to be liable for his own negligence or misconduct in the performance of his duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, by-law, agreement, vote of stockholders, or otherwise, and the corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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**ARTICLE X**

The Principal Office shall be 1665 Winthrop Street, Jacksonville, Florida, 32206. Registered Agent address is 1125-1 Cesery Blvd Jacksonville, Florida 32211. Who is Rowland V. Williams

**ARTICLE XI**

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the holder or holders of a majority of the stock

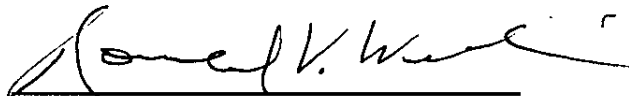
Entitled to vote thereon.

  
Rowland V. Williams, INCORPORATOR

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**ACKNOWLEDGEMENT AND ACCEPTANCE OF  
REGISTERED AGENT**

I hereby am familiar with and accept the duties and responsibilities as  
Registered agent for said corporation.

  
\_\_\_\_\_  
Rowland V. Williams

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