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Smith & Elkin, CPA's, P.A.

Susan M. Smith, CPA
Scott Elkin, CPA

Certified Public Accountants 4601 Military Trail, Suite B201 Jupiter, FL 33458 Members: AICPA, FICPA Telephone: (561) 775-2134 Fax: (561) 775-1951

August 27, 2007

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Dear Sir or Madame:

My office is moving. The enclosed paperwork was originally prepared with my old address. I have manually changed my address on the enclosed forms to reflect my current address. This should be used as the registered agent address for Carowind Transportation, Inc.

Please call if you have any questions.

Very truly yours,

Susan M. Smith, CPA Registered Agent

COVER LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: Carowind Transportation, Inc.				
	(PROPOSED CORPORA) ginal and one (1) copy of the artic	TE NAME – <u>MUST INCL</u>		
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status	
FROM: John S. Berry, Jr. Name (Printed or typed)				
	19089 S.E. Kokomo La	ane Address		
	Jupiter, FL 33458 City,	State & Zip		
	561-310-0004	elenhone number		

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

'<u>ARTICLE</u>I NAME

The name of the corporation shall be:

Carowind Transportation, Inc.

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TALLAHASSEE, FLURIO

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

6671 W. Indiantown Road Suite 56-185 Jupiter, FL 33458

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Trucking

ARTICLE IV SHARES

The number of shares of stock is: 100

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

John S. Berry, Jr., President 19089 S.E. Kokomo Lane Jupiter, FL 33458

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Smith & Elkin, CPA's, P.A.

8095 N. Military Trail, Suite 202E 4601 Military Trail, Suite B201 Palm Boach Gardons, EL 33410 Jupiter, FL 33458

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

John S. Berry, Jr. 19089 S.E. Kokomo Lane Jupiter, FL 33458

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent

Cl. J. JULIN 5, BERRY SE

Signature/Incorporator

Date Date