

**P07000098665**

Florida Department of State  
Division of Corporations  
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**DOMESTICATION**

Logistic Asset Corp

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
| Certified Copy        | 1        |
| Page Count            | 29       |
| Estimated Charge      | \$128.75 |

**EFFECTIVE DATE**  
11-24-1987

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September 4, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CORPORATION SERVICE COMPANY

SUBJECT: LOGISTIC ASSET CORP.  
REF: W07000043150

**SUBMIT**  
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10/1/07 date... date.

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article VIII list Guy S. Haggard as incorporator. On page 3 Randall E. Bromley is signing. Please make the necessary correction and return for processing.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

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Loria Poole  
Document Specialist

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**CERTIFICATE OF DOMESTICATION  
OF  
LOGISTIC ASSET CORP**

The undersigned, President of LOGISTIC ASSET CORP, formerly a Michigan corporation (the "Corporation"), pursuant to Section 607.1801, *Florida Statutes*, hereby certifies the following as part of this Certificate of Domestication:

**Article 1 – Original Incorporation**

The Corporation was originally incorporated under the laws of the State of Michigan on November 24, 1987.

**Article 2 – Name**

The Corporation was formerly known in the State of Michigan as NST Corp. III. Immediately prior to the Corporation causing itself to be dissolved in the State of Michigan in connection with its domestication into the State of Florida pursuant to this Certificate of Domestication, the Corporation changed its name in the State of Michigan to LOGISTIC ASSET CORP. Therefore, the name of the Corporation immediately prior to the filing of this Certificate of Domestication is LOGISTIC ASSET CORP, and the name of the Corporation as set forth in its Articles of Incorporation filed in accordance with Section 607.1801, *Florida Statutes*, concurrently with this Certificate of Domestication is LOGISTIC ASSET CORP.

**Article 3 – Principal Place of Business**

Immediately prior to the filing of this Certificate of Domestication, the Corporation's principal place of business was in the State of Michigan. Subsequent to the filing of this Certificate of Domestication, the Corporation's principal place of business will be in the State of Florida.

**EFFECTIVE DATE**  
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**Article 4 – Domestication of Corporation**

Prior to the effective date of this Certificate of Incorporation, the Corporation was incorporated under the laws of the State of Michigan. In accordance with Section 607.1801, *Florida Statutes*, upon filing the Corporation's Articles of Incorporation and this Certificate of Domestication with the Florida Department of State, the Corporation shall be domesticated in the State of Florida.

The transaction is intended to qualify as a tax-free reorganization within the meaning of Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended, since this domestication of the Corporation into the State of Florida is a mere change in the place of organization of the Corporation.

**Article 5 – Corporate Existence**

In accordance with Section 607.1801, *Florida Statutes*, the existence of the Corporation shall be deemed to have commenced on November 24, 1987, the date the Corporation originally commenced its existence in the State of Michigan.

*[Remainder of page intentionally left blank; signature follows]*

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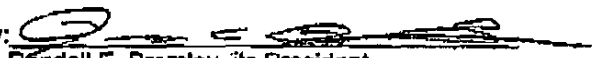
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IN WITNESS WHEREOF, I have set my hand and seal to this Certificate of Domestication as of the 29<sup>th</sup> day of August, 2007.

LOGISTIC ASSET CORP, a Florida corporation

By:

  
Randall E. Bromley, its President

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**ARTICLES OF INCORPORATION  
OF  
LOGISTIC ASSET CORP**

The undersigned, acting as the President of LOGISTIC ASSET CORP, a Florida corporation (the "Corporation"), at the direction of the Corporation's Board of Directors and Shareholders, and pursuant to Chapter 607 of the Florida Statutes, hereby establishes a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for the Corporation:

**ARTICLE I - NAME AND MAILING ADDRESS**

The name of the Corporation is LOGISTIC ASSET CORP. The mailing address of the Corporation shall be 7208 Sand Lake Road, #202, Orlando, Florida 32819.

**ARTICLE II - DOMESTICATION OF CORPORATION**

The Corporation was incorporated under the laws of the State of Michigan on November 24, 1987. In accordance with Section 607.1801, *Florida Statutes*, upon filing the Corporation's Certificate of Domestication and these Articles of Incorporation with the Florida Department of State, the Corporation shall be domesticated in the State of Florida. These Articles of Incorporation shall supersede and replace the Certificate of Incorporation filed on behalf of the Corporation with the Secretary of State of the State of Michigan on November 24, 1987.

**ARTICLE III - CORPORATE EXISTENCE**

In accordance with Section 607.1801, *Florida Statutes*, the existence of the Corporation shall be deemed to have commenced on November 24, 1987, the date the Corporation originally commenced its existence in the State of Michigan.

**ARTICLE IV - DURATION**

The Corporation shall exist perpetually.

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#### **ARTICLE V - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful businesses for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

#### **ARTICLE VI - CAPITAL STOCK**

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any one time is Fifty Thousand (50,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

#### **ARTICLE VII - REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation shall be:

301 E. Pine Street, Suite 1400  
Orlando, Florida 32801

The name of the registered agent of the Corporation at that address shall be:

Guy S. Haggard

#### **ARTICLE VIII - INCORPORATOR**

The street address of the incorporator of the Corporation is:

301 E. Pine Street, Suite 1400  
Orlando, Florida 32801

The name of the incorporator of the Corporation at that address is:

Guy S. Haggard

#### **ARTICLE IX - BOARD OF DIRECTORS**

The Corporation shall continue to have one (1) director. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws, but shall never be less than one.

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**ARTICLE X – BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE XI - AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 29<sup>th</sup> day of August, 2007.

LOGISTIC ASSET CORP, a Florida corporation

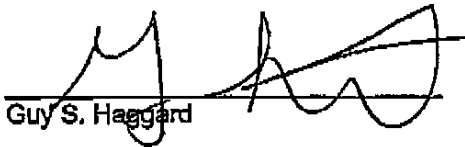
By: \_\_\_\_\_

Guy S. Haggard, as Incorporator

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**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**  
**LOGISTIC ASSET CORP**

The undersigned, having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts such designation and agrees to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

  
Guy S. Haggard

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