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DOMESTICATION

ALLFR8 LOGISTICS, INC.

Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DOMESTICATION

Pursuant to Section 607.1801, Florida Statutes, Curtis H. Englert, in his capacity as President of ALLFR8 LOGISTICS, INC., a Delaware corporation (the "Corporation"), certifies the following in conjunction with its domestication in Florida:

1. The Corporation was incorporated as a Delaware corporation the name of which was ALLFR8 LOGISTICS, INC. on April 3, 2003.
2. The name of the Corporation immediately preceding the filing of this Certificate of Domestication was ALLFR8 LOGISTICS, INC.
3. The name of the Corporation, as set forth in the Articles of Incorporation to be filed pursuant to Sections 607.0202 and 607.0401, Florida Statutes, with this Certificate of Domestication is ALLFR8 LOGISTICS, INC.
4. The jurisdiction in which the Corporation was incorporated immediately preceding the filing of this Certificate of Domestication was Delaware.
5. The Articles of Incorporation to be filed with the Secretary of State of the State of Florida are attached hereto as EXHIBIT A.

I, Curtis H. Englert, in my capacity as President of the Corporation, am authorized to execute this Certificate of Domestication on behalf of the Corporation and have done so as of the 19 day of December, 2008.


Curtis H. Englert

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

ALLFR8 LOGISTICS, INC.

The undersigned, desiring to convert a foreign corporation to a Florida corporation for profit (the "Corporation") under the laws of the State of Florida, adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the Corporation is ALLFR8 LOGISTICS, INC.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the Corporation is located at 6885 Belfort Oaks Place, Suite 230, Jacksonville, Florida 32216. The mailing address of the Corporation is Post Office Box 16651, Fernandina Beach, Florida 32035.

**ARTICLE III
CAPITAL STOCK**

(a) Authorized Shares. The total number of shares of stock that the Corporation may issue is 3,000 shares of common stock with no par value. Each of the voting shares shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of the stock may be paid for in cash or in property at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock, when issued, shall be fully paid and nonassessable.

(b) Capital Stock. The capital of the Corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(d) Preemptive Rights. The Corporation elects not to have preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

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(f) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by a written shareholders' agreement, impose such restrictions on the sale, transfer, or encumbrance of the stock of the Corporation as they may see fit.

ARTICLE IV REGISTERED OFFICE AND AGENT

The mailing address of the initial registered office of the Corporation in Florida is 6885 Belfort Oaks Place, Suite 230, Jacksonville, Florida 32216, and the name of the initial registered agent of the Corporation at that address is Curtis H. Englert.

ARTICLE V DIRECTORS

(a) Number. The Corporation shall have one (1) director. The number of directors may be changed from time to time pursuant to the bylaws adopted by the shareholders.

(b) Board of Directors. The name and address of the director of the Corporation at the time these Articles of Incorporation were executed are:

Curtis H. Englert 6885 Belfort Oaks Place, Suite 230
Jacksonville, Florida 32216

(c) Indemnification. The Board of Directors is specifically authorized to provide for indemnification of directors, officers, employees and agents to the fullest extent permitted by law.


ARTICLE VI BYLAWS

Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE VII DURATION

The Corporation shall exist perpetually.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation for the foregoing uses and purposes this 19 day of December, 2008.


Curtis H. Englert

