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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 JUL 20 PM 1:09

FILED

EFFECTIVE DATE

8-1-09

Amended & Restated

TB

JUL 22 2009



William L. Dunker
Tel. 813.318.5700
Fax 813.318.5900
dunkerb@gtlaw.com

July 15, 2009

Division of Corporations
Amendments Section
PO Box 6327
Tallahassee, FL 32314

Re: Gulf Coast Express Carriers, Corp.

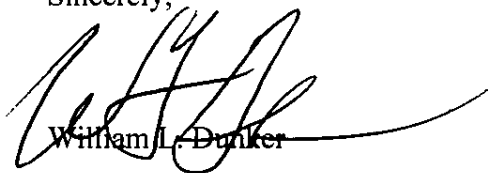
Dear Sirs:

Enclosed for filing is the Amended and Restated Articles of Incorporation of Gulf Coast Express Carriers, Corp., together with the firm's check in the amount of \$35.00 representing the filing fee.

I have also enclosed a copy of the Amended Articles, which I would appreciate your stamping, indicating receipt, and returning to me in the envelope provided.

Your cooperation is appreciated.

Sincerely,



William L. Dunker

WLD:lad
Enclosures

ALBANY
AMSTERDAM
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AUSTIN
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BOCA RATON
BOSTON
BRUSSELS*
CHICAGO
DALLAS
DELAWARE
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FORT LAUDERDALE
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MILAN*
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ROME*
SACRAMENTO
SHANGHAI
SILICON VALLEY
TALLAHASSEE
TAMPA
TOKYO*
TYSONS CORNER
WASHINGTON, D.C.
WEST PALM BEACH
ZURICH

*STRATEGIC ALLIANCE

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
GULF COAST EXPRESS CARRIERS, CORP.**

FILED
2009 JUL 20 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Amended and Restated Articles of Incorporation correctly set forth the Amended and Restated Articles adopted by the Board of Directors and Shareholders effective as of August 1, 2009, and supersede the original Articles of Incorporation and all amendments to the original Articles of Incorporation.

Article 1.

EFFECTIVE DATE
8-1-09

The name of the corporation is GULF COAST EXPRESS CARRIERS, CORP. (the "Corporation").

Article 2.

The street address of the principal place of business of the Corporation is: 611 Isle Bay Drive, Apollo Beach, FL 33572. The mailing address of the Corporation is: 611 Isle Bay Drive, Apollo Beach, FL 33572.

Article 3.

The purpose for which the corporation is organized is: Any and all lawful business.

Article 4.

The Corporation shall have authority to issue a total of Two Hundred (200) shares of common stock, consisting of:

- (1) One Hundred (100) shares of Class A Voting Common Stock, without par value; and
- (2) One Hundred (100) shares of Class B Nonvoting Common Stock, without par value.

Shareholders of the Class B Nonvoting Common Stock shall not have the right to vote, but shall have all the other rights and preferences as the Shareholders of the Class A Voting Common Stock.

Article 5.

The name and street address of the registered agent is:

ROBERT WARNER
611 ISLE BAY DRIVE
APOLLO BEACH, FL 33572

Article 6.

The name and address of the initial officer and Director of the Corporation is:

ROBERT WARNER
611 ISLE BAY DRIVE
APOLLO BEACH, FL 33572

Article 7.

The personal liability of any director of the Corporation to the Corporation or its shareholders for monetary damages for breach of fiduciary duties as a director is hereby eliminated to the fullest extent allowed by the law.

Article 8.

The Corporation shall indemnify, to the fullest extent allowed by the law, any person who incurs liability or expense by reason of such person acting as an officer or director of the Corporation. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by the law.

Article 9.

This amendment and restatement was adopted by the sole Director of the Corporation on this 8 day of July, 2009.

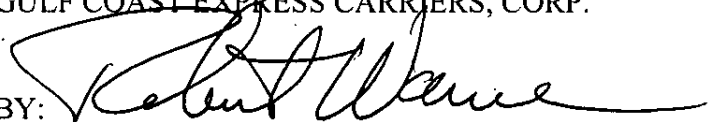
Article 10

No stock has yet been issued in the corporation.

DATED: July 8 2009.

GULF COAST EXPRESS CARRIERS, CORP.

BY:


Robert Warner, Sole Director

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

Date: July 8, 2009


Robert Warner