

**Electronic Articles of Incorporation
For**

P11000015722
FILED
February 14, 2011
Sec. Of State
rdunlap

HERNANDO COUNTY TRANSIT MANAGEMENT, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

HERNANDO COUNTY TRANSIT MANAGEMENT, INC.

Article II

The principal place of business address:

1525 EAST JEFFERSON STREET
BROOKSVILLE, FL. US 34601

The mailing address of the corporation is:

3800 SANDSHELL DRIVE
175
FORT WORTH, TX. US 76137

Article III

The purpose for which this corporation is organized is:

OWN AND OPERATE A SYSTEM OF PUBLIC TRANSPORTATION AND
CONDUCT ANY AND ALL OTHER LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1,000

Article V

The name and Florida street address of the registered agent is:

KENNETH R FISCHER
950 BIG TREE ROAD
DAYTONA BEACH, FL. 32119

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: KENNETH R. FISCHER, BY MGA W/ PERM

Article VI

The name and address of the incorporator is:

MICHAEL G. APPLEMAN
600 W. 6TH STREET
300
FORT WORTH, TEXAS 76102

Electronic Signature of Incorporator: MICHAEL G. APPLEMAN

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D/P
ROBERT T BABBITT
3800 SANDSHELL DRIVE, SUITE 175
FORT WORTH, TX. 76137 US

Title: DEVP
JOHN P BARTOSIEWICZ
3800 SANDSHELL DRIVE, SUITE 175
FORT WORTH, TX. 76137 US

Title: D/VP
KENNETH R FISCHER
C/O 3800 SANDSHELL DRIVE, SUITE 175
FORT WORTH, TX. 76137 US

Title: D/VP
VERA MATTHEWS
C/O 3800 SANDSHELL DRIVE, SUITE 175
FORT WORTH, TX. 76137 US

Title: S/T
FRED E CROSLEY
3800 SANDSHELL DRIVE, SUITE 175
FORT WORTH, TX. 76137 US

Title: ASTT
BRENDA RODEN
3800 SANDSHELL DRIVE, SUITE 175
FORT WORTH, TX. 76137 US