

FAX (40F) 843-8386 TELEPHONE (407) 433-3416

January 20, 1995

Socrotary of State Division of Corporations The Capital Tallahassee, Florida 32304

Re: Fab-4, Inc.

EFFECTIVE DATE

Ladios and Gentlemen:

1-20-95

I enclose the original and one copy of the Articles of Incorporation and the original Acceptance by Registered Agent for Fab-4, Inc.

I also enclose my check in the sum of \$122.50 for the following: \$35.00 for the filing fee, \$52.50 for a certified copy of the Certificate of Incorporation and \$35.00 for the Resident Agent Designation.

Please send me a certified copy of the Certificate of Incorporation in the enclosed self-addressed, stamped envelope.

Very truly yours,

aller T. M. Cornier

Allen K. McCormick

AKM/ka Enclosures

cc: Ms. Catherine P. Key



ARTICLES OF INCORPORATION

<u>OF</u>

FAB-4, INC.

ARTICLE I

NAME

EFFECTIVE DATE The name of this corporation shall be FAB-4, INC.



ARTICLE II

PURPOSE

- To engage in the business of transporting pursons and property for hire by motorcraft or other means of conveyance, as a common carrier or otherwise, and to acquire, own, operate, lease and dispose of like businesses.
- To do all such other and further things as may be necessary and expedient to be done for the successful transaction of any business that this corporation may be allowed and authorized to carry on and to conduct.
- This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.
- The foregoing clauses are to be construed both as objects and powers and it is expressly provided that the enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner the general powers of the corporation; provided, however, that nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business or to exercise any power or to do any act which a corporation formed under the Florida Statutes, or any amendment thereof or supplement thereto or substitute therefor, may not at the time lawfully carry on or do.

ARTICLE III

CAPITAL STOCK

The capital stock of the corporation shall consist of five thousand (5,000) shares of common stock with a par value of One Dollar (\$1.00) per share. Such stock may be paid for in cash or property, labor or services at a just valuation to be fixed

hereon by the incorporator of this corporation. Such stock shall possess and exercise exclusive voting rights. The stockholders of the corporation may from time to time issue the authorized stock of the corporation or any part hereof for such consideration as it may be deemed fairly equivalent to or in excess of the par value thereof. The common stock issued shall be "Fully paid and Nonassessable."

The stockholders may provide by an agreement among themselves for any limitation upon the transferability or assignment of the common stock of the corporation which may be reasonable and lawful and the conferring of pro-emptive rights of purchase upon the stockholders as conditions precedent to the sale of common stock of the corporation.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which the corporation shall commence is Five Hundred Dollars (\$500.00).

ARTICLE V

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin at the time of subscription and acknowledgement of these Articles of Incorporation and the corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal office of this corporation shall be located at 81111 Sandberry Boulevard, Orlando, Florida 32819, but it may have such other offices within or without the State of Florida and within or without the United States of America as may be necessary.

ARTICLE VII

The business of the corporation shall be conducted and managed by a Board of Directors consisting of not less than three

(3) nor more than seven (7) members as fixed from time to time by the by-laws of the corporation. The Board of Directors shall be elected or appointed by the stockholders, but it shall not be necessary that such directors be stockholders of the corporation.

The Board of Directors shall from its own number, elect a president and may elect one or more vice presidents. They shall also elect a secretary and a treasurer and may elect one or more assistant secretaries and assistant treasurers, and one may hold the office of both secretary and treasurer.

In case of any increase in the number of directors, the remaining directors by two-thirds vote thereof, may elect a successor to hold office for the unexpired term of the director whose place is vacant and that this successor shall be duly elected and qualified. In the event that the directors shall not agree upon such successor within two (2) votes from the occurrence of such vacancy, a special meeting of the stockholders of said corporation shall be called and the said vacancy shall be filled by election of the stockholders as provided in the case of the original election of such directors.

The directors and cificers shall serve for a period of one year, or until their respective successors are duly elected and qualified.

ARTICLE VIII

The names and addresses of the first Board of Directors of this corporation who shall hold office until their successors are elected and qualified shall be:

NAME:	POST OFFICE ADDRESS:
CATHERINE P. KEY	8111 Sandberry Boulevard Orlando, Florida 32819
WILLIAM KEY	8111 Sandberry Boulevard Orlando, Florida 32819
CHRISTOPHER W. KEY	8111 Sandberry Boulevard Orlando, Florida 32819
JULIEN V. KEY	8111 Sandberry Boulevard Orlando, Florida 32819

ARTICLE IX

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8111 Sandberry Boulevard, Orlando, Florida 32819, and the name of the initial registered agent of this corporation at that address is CATHERINE P. KEY.

ARTICLE X

SUBSCRIBERS

The name and post office address of the subscriber to the capital stock of the corporation and the number of shares she agrees to take is as follows:

CATHERINE P. KEY 8111 Sandberry Boulevard Orlando, Florida 32819

500 Shares

ARTICLE XI

POWERS

In furtherance, but not in limitation of the powers conferred by statute, the corporation shall have and may exercise powers as follows:

- 1. If the bylaws so provide, the corporation shall have powers to hold meetings, either within or without the State of Florida, to have one or more offices in addition to the principal office in Florida and to keep the books of the corporation (subject to the provisions of the statute) outside the State of Florida, at such places as may from time to time be designated by it.
- 2. Meetings of the stockholders may be held upon such notice thereof as may be set forth in the bylaws of the corporation, subject to any statutory restrictions relative thereto, but any requirements as to notice of such meetings that may be set forth in the bylaws of the corporation shall not prevent, and nothing herein shall be construed as preventing, any stockholder from waiving notice of any meeting in such manner as may be provided by the statutes of the State of Florida and the bylaws of the corporation consistent therewith.

- 3. It shall not be necessary for any officer of the corporation other than the president to be a stockholder.
- 4. The annual meeting of the stockholders shall be held on such a day as may be fixed by the bylaws of the corporation and the date of such meeting may be changed from time to time as the bylaws may provide; and the manner of calling meetings of stockholders shall be fixed by the bylaws.

I, the undersigned, being one of the original subscribers and resident agent of the capital stock of Fab-4, Inc., as herein set forth, do make and file this certificate, hereby declaring and certifying the facts stated herein are true.

IN WITNESS WHEREOF, I have herounto subscribed my name this 20th day of January, 1995.

CATHERINE P. KEY

STATE OF FLORIDA COUNTY OF ORANGE

Before me, the undersigned officer, duly authorized to take acknowledgements, personally appeared, CATHERINE P. KEY, as subscriber and resident agent, to me known to be the person described in and who executed the above Articles of Incorporation of Fab-4, Inc., and it having been made known to her the contents of said instrument, she severally acknowledged before me that she signed the same for the purposes expressed therein.

WITNESS may hand and official seal in the County and State last aforesaid this 20th day of January, 1995.

NOTARY PUBLIC

KIRSTEN A. ALLEN Notary Public, State of Florida My comm. expires Dec. 30, 1995 Comm. No. CC 175882

Kusten A Alka

FAB-4. INC. ACCEPTANCE BY REGISTERED AGENT

I HEREBY am familiar with and accept the duties and responsibilities as registered agent of said corporation.

DATED this 20th day of January, 1995.

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CATHERINE P. KE: Rogistorod Agen

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