

# CAPITAL CONNECTION, INC.

1171 Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

1-800-342-8062

FAX (904) 222-1222

**P95000012757**

PHONE

Service: Top Priority One Day Service Regular Two Day Service

To us via Return via

Matter No. Express Mail No.

State Fee \$ Our \$

FEB 14 1995 358

REQUEST TAKEN CONFIRMED APPROVED

DATE

TIME

CK No.

BY

WALK IN  
Will Pick Up

RE:

C.C. FEE DISBURSED

Capital Express™

File of

Corp. Record Search

Ltd. Partnership File

Foreign Corp. File

(1) Initial Copy(s)

(1) Final Copy

Art of Amend. File

Dissolution/Withdrawal

C U S -

Fictitious Name File

Name Reservation

Annual Report/Reinstatement

Reg. Agent Service

Document Filing

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

File No.'s. Copies

Courier Service

Shipping/Handling

Phone ( )

Top Priority

Express Mail Prep

FAX ( ) pgs.

FILED  
FEB 15 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## SUBTOTALS

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... \$

BALANCE DUE..... \$

Please remit Invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum

THANK YOU  
from  
Your Capital Connection

JUST CRUZIN', INC.  
P.O. Box 47325  
St. Petersburg, FL 33743-7325  
(813) 328-2139

January 16, 1995

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee FL 32314

RECEIVED  
JAN 17 1995  
U.S. DEPARTMENT OF STATE  
WASHINGTON, D.C.

RE: Just Cruzin', Inc.

Dear Sir/Madam:

Enclosed is an original and one copy of the articles of incorporation for the corporation with a proposed name of Just Cruzin', Inc. Also enclosed is a check for \$78.75 to cover the filing fee and a certificate of incorporation.

Sincerely,

*Jose A. Cruz, Jr.*  
Jose A. Cruz, Jr.  
President, Just Cruzin', Inc.

/lp

W95.1704

615,502

KAN 1-25



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 14, 1995

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA STREET  
TALLAHASSEE, FL 32301

SUBJECT: CRUZ TRUCKING CO.  
Ref. Number: W95000003367

We have received your document for CRUZ TRUCKING CO. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent signature must be an original.

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

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 195A00006493



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 25, 1995

JOSE A. CRUZ, JR.  
P.O. BOX 47325  
ST. PETERSBURG, FL 33743-7325

SUBJECT: JUST CRUZIN', INC.  
Ref. Number: W95000001704

We have received your document for JUST CRUZIN', INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Kevin Nickens  
Document Specialist

Letter Number: 095A00003083



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 7, 1995

JOSE A. CRUZ, JR.  
P.O. BOX 47325  
ST. PETERSBURG, FL 33743-7325

SUBJECT: CRUZ CORP.  
Ref. Number: W95000001704

We have received your document for CRUZ CORP. and your check(s) totalling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Kevin Nickens  
Document Specialist

Letter Number: 195A00005097

Articles of Incorporation  
for  
**CRUZ TRUCKING CO.**  
(for-profit corporation)

FILED  
25 FEB 15 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:*

**ARTICLE I - NAME**

The name of the Corporation shall be CRUZ TRUCKING CO.

**ARTICLE II - PURPOSES**

The general purposes for which the corporation is organized are:

- A. To engage in the business of owner/operator transport of commodities.
- B. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried in connection with or auxiliary to the foregoing business.
- C. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.
- D. To engage in any activity or business permitted under the laws of the State of Florida and of the United States.

**ARTICLE III - DURATION**

The duration of the corporation is perpetual.

**ARTICLE IV - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 2706 49th Street South, Gulfport, Florida 33707.

## **ARTICLE V - CAPITALIZATION**

The aggregate number of shares of stock which the corporation is authorized to issue is One Thousand (1,000). Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00).

## **ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the initial Registered Agent is LISELLE M. PETZEN, ESQUIRE and the street address of the initial Registered Office of this Corporation in the State of Florida is Fernandez & Saunders, P.A. 3491 Gandy Boulevard North, Pinellas Park, Florida 34665. The Board of Directors may, from time to time and without an amendment of these Articles, change the Registered Agent of the Corporation or move the Registered Office to any other address within the State of Florida.

## **ARTICLE VII - INCORPORATORS**

The name and address of the sole incorporator is STAVROS TINGIRIDES, ESQUIRE, 800 North Belcher Road, Suite 4, Clearwater, Florida 34625.

## **ARTICLE VIII - PREEMPTIVE RIGHTS**

The Corporation shall have the power to create and issue, with or without any connection to the issue and sale of any shares of stock or other securities, rights, warrants, or options entitling the holders thereof to purchase from the Corporation any shares of its capital stock of any class or classes, upon such terms and conditions and at such times and prices, but not less than par if such shares have par value, as the Board of Directors may provide and which shall be incorporated in an instrument or instruments evidencing such rights. In the absence of fraud, the judgment of the Directors as to the consideration of the issuance of such rights, warrants, or options and the sufficiency thereof shall be conclusive.

## **ARTICLE IX - DIRECTORS**

The number of Directors may be increased or decreased from time to time, by an amendment of the by-laws when such amendment is adopted by the

stockholders, provided that the number of Directors shall never less than one (1)

#### **ARTICLE X - INITIAL DIRECTORS**

This Corporation shall have One (1) Director initially. The name and addresses of the initial Director is:

JOSE A. CRUZ, JR., 2706 49th Street South, Gulfport, Florida 33707.

#### **ARTICLE XI - INDEMNITY OF DIRECTORS AND OFFICERS**

Any person made a party to any action, suit or proceeding by reason of the fact that he, or his personal representative, is or was a director, officer or employee of the Corporation, or any corporation in which he serves as such at the request of the Corporation, shall be indemnified by the Corporation against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding or in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be judged in such action, suit or proceeding that such officer, director or employee is liable for negligence or misconduct in the performance of his duties.

The foregoing right of indemnification shall not be deemed exclusive of any other rights to which any officer, director or employee may be entitled apart from the provisions of this section..

A director shall not be liable for dividends illegally declared, distributions illegally made to shareholders, or any other action taken in reliance and in good faith upon financial statements of the Corporation represented to him to be correct by the President of the Corporation or the officer having charge of the books of account, or certified by an independent or certified accountant to clearly reflect the financial condition of the Corporation; nor shall he be liable if in good faith in determining the amount available for dividends or distribution, he considered the assets to be of ample value.

#### **ARTICLE XII - BY-LAWS AND STOCKHOLDERS AGREEMENT**

The stockholders, by agreement, or the by-laws of the Corporation may restrict the transfer or encumbrance of any and all of its stock, including but not limited to, provisions for the transfer of the stock owned by retiring, disabled or decreased stockholder, or any stockholder required to sever financial interests in the Corporation. Where the by-laws are amended for the purpose of changing, modifying or otherwise repealing provisions respecting the management of this

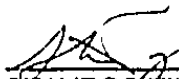


Corporation, then only the stockholders of this Corporation shall have the power to so adopt, amend, modify or repeal such by-laws

### ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intentions that the Articles of Incorporation be amended.

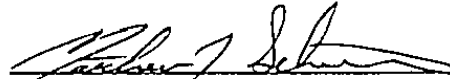
The undersigned Incorporator has executed these Articles of Incorporation this 13th day of February, 1995.

  
STAVROS TINGIRIDES, ESQUIRE  
Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this 13th day of February, 1995, before me, a notary public duly authorized in the State and County above named to take acknowledgments, personally appeared STAVROS TINGIRIDES, ESQUIRE, who is personally known to me, and who did not take an oath, to be the person whose name is subscribed to the above instrument and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he voluntarily executed these Articles of Incorporation for the use and purposes herein contained.

WITNESS my hand and official seal in the County and State above named, this 13th day of February, 1995.

  
NOTARY PUBLIC

My Commission Expires:



MATTHEW J. SCHIRMER  
My Commission CC351015  
Expires Feb 28 1998  
Bonded by HAI  
800-422-1555

CRUZ TRUCKING CO.  
(for-profit corporation)

FILED

FEB 15 AM 10:36

CERTIFICATE OF DESIGNATION OF SECRETARY OF STATE  
REGISTERED AGENT/REGISTERED OFFICE


Pursuant to the provisions of Florida Statutes, sections 607.0501 and 48.091, and Article VI of the Articles of Incorporation of CRUZ TRUCKING CO., organized under the laws of the State of Florida, the undersigned corporation submits the following statement in designating the registered office and registered agent in the State of Florida.

1. The name of the corporation is CRUZ TRUCKING CO.
2. The name and address of the registered agent and office is:

Liselle M. Petzen, Esquire  
c/o Fernandez & Saunders, P.A.  
3491 Gandy Boulevard North  
Pinellas Park, Florida 34665

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent. I shall serve as Registered Agent until otherwise removed or until I resign pursuant to the laws of the State of Florida.

Dated February 13, 1995.

  
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Liselle M. Petzen, Esquire