

P95000015356
MARVIN W. BINGHAM, JR., P.A.
ATTORNEY AT LAW

February 21, 1995

State of Florida
Department of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

RE: RED XPRESS, INC.

3000001413983
-02/23/95--01087--006
****122.50 ****122.50

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above company. Please file the original in your offices and return a certified copy to this office.

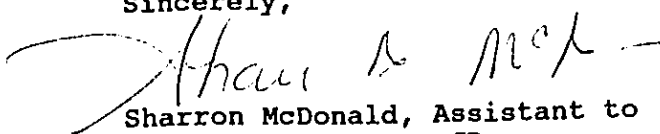
We are enclosing our check in the amount of \$122.50 representing the following:

\$ 35.00	Filing Fee
35.00	Certificate Designating Registered Agent
52.50	Certified Copy

\$ 122.50 TOTAL AMOUNT OF CHECK

If further information is needed please do not hesitate to contact this office.

Sincerely,


Sharron McDonald, Assistant to
MARVIN W. BINGHAM, JR.

\sdm

Enclosures

D. BROWN FEB 23 1995

**ARTICLES OF INCORPORATION
OF
RED XPRESS, INC.**

FILED
95 FEB 23 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

RED XPRESS, INC.

The address of the principal office of this corporation shall be Route 3, Box 1239, Melrose, Florida 32666, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$10.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Route 3, Box 1239, Melrose, Florida 32666, and the name of the initial registered agent of the corporation at that address is Gerald Rote.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The name and address of the initial officer and director of the corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed are:

Gerald Rote, President
Secretary and Director

Route 3, Box 1239
Melrose, Florida 32666

ARTICLE VII. PRE-EMPTIVE RIGHTS

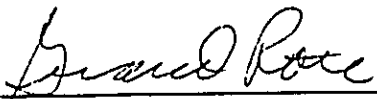
Each shareholder of the corporation shall be entitled to full pre-emptive rights to acquire his proportional part of any unissued or treasury shares of the corporation that may be issued at any time by the corporation.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Gerald Rote
Route 3, Box 1239
Melrose, Florida 32666

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 21st day of February, 1995.



GERALD ROTE

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 21st day of February, 1995, by GERALD ROTE, who is personally known to me.




SHARRON D. McDONALD
My Commission CC420973
Expires Nov. 15, 1998
Bonded by HAI
800-422-1585



NOTARY PUBLIC
State of Florida at Large

I HEREBY ACCEPT the appointment as Registered Agent of
RED XPRESS, INC.



GERALD ROTE

FILED
95 FEB 23 PM 4:14
ALACHUA COUNTY, FLORIDA