

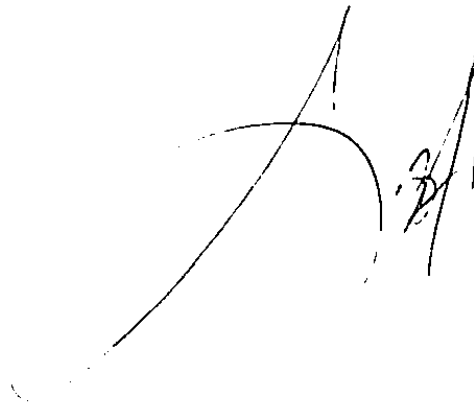
P95000016687

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33136-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: AAYS TRANSPORTATION, INC.
FAX AUDIT NUMBER: H95000002341 CURRENT STATUS: REQUESTED
DATE REQUESTED: 02/28/1995 TIME REQUESTED: 12:36:00
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 6 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003256
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H95000002341)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:03:

FILED
95 FEB 28 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02/28/95 12:36:00
P95000016687



FEB-28-1983 12:57 FROM EMPIRE

TO

190492240003

P.11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 FEB 28 PM 4:20

FILED

(5)

ARTICLES OF INCORPORATION
OF
AAYS Transportation, Inc.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the corporation is AAYS Transportation, Inc., whose principal address is 221 West Oakland Park Blvd., Fort Lauderdale, Florida 33311.

ARTICLE TWO

This corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE THREE

The nature of the business to be transacted by this Corporation is to engage in transportation and any business reasonably related thereto permitted under the laws of the State of Florida.

ARTICLE FOUR

Capital Stock. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares of common stock (having a par value of \$1.00 per share).

ARTICLE FIVE

The street address of the initial registered office of the corporation is, 1600 West Commercial Blvd., Fort Lauderdale, Florida 33309 and the name of its initial registered agent is Law Offices of John M. Camillo, P.A.

Prepared BY: William D. Spruce, Esq.
Law Offices of John M. Camillo, P.A.
1600 West Commercial Blvd.
Ft. Lauderdale, FL 33309
Florida Bar No.: 967210

H 95000002341

H 95000002341

H 95000002 341

ARTICLE SIX

The number of directors constituting the Initial Board of Directors of the corporation is Two (2) and the names and addresses of each person who is to serve as a director is:

James P. Gaddis
221 West Oakland Park Blvd.
Fort Lauderdale, Florida 33311

Robert LaPointe
221 West Oakland Park Blvd.
Fort Lauderdale, Florida 33311

ARTICLE SEVEN

No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association, entity in which one or more of its directors or officers are financially interested, shall be either void or voidable because of such relationship or interest because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or because his or their votes are counted for such purposes, if:

(a) The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purposes without counting the votes or consents of such interested directors; or

(b) The fact of such relationship or interest is disclosed and known to the stockholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(c) The contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the Board, a committee or the stockholders.

H 95000002 341

H 95000002341

ARTICLE EIGHT

The power to amend, adopt and/or repeal the By-Laws for the corporation shall be reserved to the shareholders.

ARTICLE NINE

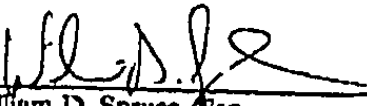
Special meetings of stockholders may be called at any time by the President or holder of ten percent (10%) of all outstanding shares.

ARTICLE TEN

The stockholders shall have the right, by majority vote of all holders of outstanding shares, at any regular meeting, or at any special meeting called for such purpose, to remove any director of the corporation with or without cause.

ARTICLE ELEVEN

The name and address of the incorporator is:


 William D. Spruce, Esq.

STATE OF FLORIDA

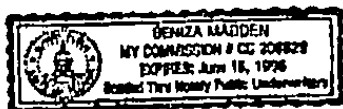
COUNTY OF BROWARD

Before me personally appeared William D. Spruce, Esq. to me well known and known to me to be the persons described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 28 day of February 1995.


 NOTARY PUBLIC

My Commission Expires:



H 95000002341

H 95000002341

**ADDENDUM TO ARTICLES OF INCORPORATION
FOR
AAYS Transportation, Inc.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That AAYS Transportation, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at the City of Fort Lauderdale, County of Broward, State of Florida has named Law Offices of John M. Camillo, P.A., 1600 West Commercial Blvd. Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

LAW OFFICES OF JOHN M. CAMILLO, P.A.

BY:

W.D. Spruce
William D. Spruce, Esq.
Registered Agent

FILED
FEB 28 PM 4:23
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

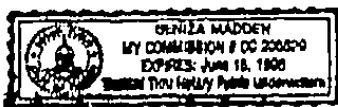
COUNTY OF BROWARD

ON THIS 28 day of February, 1995, before me appeared William D. Spruce, Esq., to me personally known and who acknowledged the execution of the foregoing instrument as his free act and deed.

SWORN TO AND SUBSCRIBED before me this 28 day of February, 1995.

Genita Madden
Notary Public

My Commission Expires:



H 95000002341

P95000016687

S

11:25 AM

((H95000003475)))

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

PUBLIC ACCESS SYSTEM

ELECTRONIC FILING COVER SHEET

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200

MIAMI FL 33136-

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX: (305) 541-3770

DOCUMENT TYPE: BASIC AMENDMENT

((H95000003475)))

NAME: AAYB TRANSPORTATION, INC.

FAX AUDIT NUMBER: H95000003475

DATE REQUESTED: 03/27/1995

CERTIFIED COPIES: 0

NUMBER OF PAGES: 2

ESTIMATED CHARGE: \$35.00

CURRENT STATUS: REQUESTED

TIME REQUESTED: 11:25:36

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003265

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000003475)))

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:18:37

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 29 AM 9:50

Amend
me
3-29

85-4 MAR 29 AM 7:58

19049224000 P.08

TO

MAR-28-1995 18:11 FROM EMPIRE



FLORIDA DEPARTMENT OF STATE
Sandra H. Morham
Secretary of State

March 27, 1995

AAVS TRANSPORTATION, INC.
221 WEST OAKLAND PARK BLVD.
FT. LAUDERDALE, FL 33311

SUBJECT: AAVS TRANSPORTATION, INC.
REF: P95000016687

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6908.

Tawana McClellan
Corporate Specialist

FAK Aud. #: H95000003475
Letter Number: 595A00013735

AMENDMENT TO ARTICLES OF INCORPORATION
FOR AAYS TRANSPORTATION, INC. DIVISION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAR 29 AM 9:50

Pursuant to a duly noticed meeting of the shareholders of AAYS TRANSPORTATION, INC., and by unanimous vote of all shareholders entitled to vote, the Articles of Incorporation of AAYS TRANSPORTATION, INC. shall be amended as follows:

ARTICLE IV shall be deleted in its entirety and replaced as follows:

ARTICLE IV

CAPITAL STOCK. The maximum number of shares of stock of that this corporation is authorized to issue and have outstanding at any one time is as follows:

- a. Six Thousand Five Hundred (6500) shares of CLASS A common stock which shall have voting rights of one vote per share with a par value of \$1.00 per share.
- b. One Thousand (1000) shares of CLASS B common stock which shall have no voting rights with a par value of \$1.00.

William D. Spruce, ~~Asst. Secretary~~

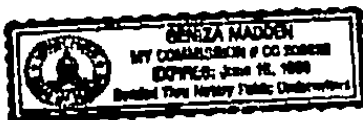
STATE OF FLORIDA
COUNTY OF BROWARD

Before me personally appeared William D. Spruce, Esq. to me well known and known to me to be the persons described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 28 day of March, 1995.

NOTARY PUBLIC

My Commission Expires:



PREPARED BY: WILLIAM D. SPRUCE, ESQ.
1600 W. COMMERCIAL BLVD.
FT. LAUDERDALE, FL 33309
BAR #967210