

## Prentice Hall Legal & Financial Services ATTN 1971-19 (904) 222-7405

1201 HAYS STREET, SUITE 105 TALLAHASSEE, FL 32301

COHPORATION(S) NAME	CHANTEN NOMBEN
Lodwick Transport C	u.s), Inc.
Amendment Annual Report Change of Registered Agent Dissolution/Withdrawal Domestication Fictitious Business   ame Foreign - Profit Foreign - Non-Profit Limited Partnership Limited Liability Mtr. Veh.  Certified Copy Photocopy Corporate Print-Out Fictitious/Owner Search	Good Standing R.A., Off/Dir Search
BRANCH ORDERING: Ab By. Socy BRANCH RECEIVING: TO BY: TIME REF/JOB # HOLOS - 102454 CLIENT MATTER # SAME DAY 24 HR ROUTINE VERBAL REQUESTED: VES OR NO DATE SENT: SENT TO: BRANCH CLIENT SPECIAL INSTRUCTIONS:	CHECK # ST./CTY/ FEES CORR. FEE/ SPEC. HANDL

## ARTICLES OF INCORPORATION

OF:

## LODWICK TRANSPORT (U.S.), INC.

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is LODWICK TRANSPORT (U.S.), INC.

SECOND: The address, wherever located, of the principal office of the corporation, if known, is 7350 S.E. 135th Street; Summerfield, FL 34491.

THIRD: The mailing address, wherever located, of the corporation is 653 Osborne Street, Box 859; Beaverton, Ontario, Canada LOK-1A0.

FOURTH: The number of shares that the corporation is authorized to issue is 200, all of which are without par value and are of the same class and are to be Common shares.

FIFTH: The street address of the initial registered office of the corporation in the State of Florida is 7350 S.E. 135th Street; Summerfield, FL 34491.

The name of the initial registered agent of the corporation at the said registered office is Diel Trucking Inc.

The written acceptance of the said initial registered agent, as required in Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

**SIXTH**: The name and the address of the incorporator are:

NAME ADDRESS

Mark Anspacher 155 Washington Avenue Albany, NY 12210

SEVENTH: The purposes for which the corporation is organized are to engage

in any lawful business for which corporations may be organized under the Florida Business. Corporation Act.

EIGHTH: The duration of the corporation shall be perpetual.

MINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be decaded exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

<u>TENTH</u>: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in each out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on March 1, 1995

Mark Anspacher, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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.

Date: March 1, 1995

DIEL TRUCKING INC.

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