

P95000026436

SIERRA, GUSTAFSON & GONZALEZ

Attorneys at Law  
Suite 1250  
100 Ashley Drive South  
Tampa, Florida 33602

MICHAEL SIERRA  
THOMAS F. GUSTAFSON  
ALAN F. GONZALEZ  
MONICA L. SIERRA

March 27, 1995

PHONE (813) 221-0097  
FAX (813) 221-0530

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

RE: ELLENTON NORTHERN RAILROAD COMPANY

500110011444423  
-03/31/95--01006--007  
\*\*\*122.50 \*\*\*122.50

Dear Sir:

Enclosed herewith please find two copies of the Articles of Incorporation for the above Corporation for filing with your office. Also enclosed is a check in the sum of \$122.50 to cover filing fees, etc.

Very truly yours,

*Michael Sierra*  
MICHAEL SIERRA

MS:m  
Enc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAR 30 AM 10:23

KAN 4-4

ARTICLES OF INCORPORATION

OF

ELLENTON NORTHERN RAILROAD COMPANY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 MAR 30 AM 10:23

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

ELLENTON NORTHERN RAILROAD COMPANY

The principal place of business of this Corporation shall be:  
1101 6th Ave., W., Ste. 115, Bradenton, FL 34205.

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage in, or transact, 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 a par value of \$ 1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be: 412 E. Madison St., #900, Tampa, FL 33602, and the name of the initial Registered Agent of the Corporation at that address is: PAUL BOWEN.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SECTION 1244 PROVISION

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII. SUB-CHAPTER S PROVISION

It is the intent of the incorporators that the Corporation will file as a Sub-Chapter S Corporation.

ARTICLE IX. DIRECTORS

This Corporation shall have ten (10) directors initially. The names and street addresses of the initial members of the Board of Directors are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
PAUL BOWEN	412 E. Madison St., #900, Tampa, FL 33602
KENNETH H. CLARK	4216 Longhorn Dr., Sarasota, FL 34233
CHARLES W. GREATHOUSE	3428 Rose Rd., Lakeland, FL 33809
JAMES H. HERRON	2016 Village Ave., Tampa, FL 33612
WILLIAM B. HILE	5351 Ft. Hamer Rd., Parrish, FL 34219
JOHN McQUIGG	1000 W. Horatio St., #125, Tampa, FL 33606
MICHAEL J. MEKSRAITIS	4202 W. El Prado, Tampa, FL 33629
PHIL PIQUE	P.O. Box 274150, Tampa, FL 33688
JUDY RICHMAN	1104 Horatio St., Tampa, FL 33606
WILLIAM SCHONEMAN	10228 110th St., No., Largo, FL 33594

ARTICLE X. OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed, are:

<u>OFFICER</u>	<u>ADDRESS</u>
JAMES H. HERRON President	2016 Village Ave., Tampa, FL 33612
MICHAEL J. MEKSRAITIS Vice-President	4202 W. El Prado, Tampa, FL 33629

JOHN McQUIGG  
Secretary

1000 W. Horatio St., #125, Tampa, FL 33606

PAUL BOWEN  
Treasurer


412 E. Madison St., #900, Tampa, FL 33602

ARTICLE XI. SUBSCRIBER

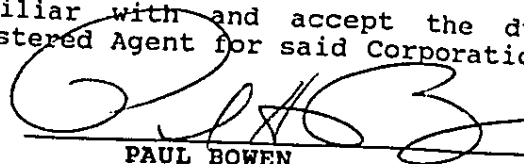
The name and street address of the subscribers to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES OF COMMON STOCK ISSUED</u>
PAUL BOWEN	412 E. Madison St. #900 Tampa, FL 33602	100

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this 24<sup>th</sup> day of March, 1995.

  
PAUL BOWEN (SEAL)

I Hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

  
PAUL BOWEN  
Registered Agent

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was subscribed to before me on this 24th day of March, 1995, by PAUL BOWEN, who is personally known to me or who produced \_\_\_\_\_ as identification.

COMMISSION NO. CC 429679

My commission expires:

27 December 1998

Deborah M. Nye  
NOTARY PUBLIC

Deborah M. Nye  
(Name of Notary typed, printed  
or stamped)



DEBORAH M NYE  
My Commission CC429679  
Expires Dec. 27, 1998  
Bonded by HAI  
800-422-1555