

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

907-222-0071
907-222-0071 FAX



P9500034219

ACCOUNT NO. : 072100000032

REFERENCE : 589637 6849A

AUTHORIZATION :

COST LIMIT : \$

Patricia Pizito
70.00

ORDER DATE : May 2, 1995

ORDER TIME : 10:36 AM

900001471039

ORDER NO. : 589637

CUSTOMER NO: 6849A

CUSTOMER: Ms. Sharon Morgan
ASMA & WRIGHT

886 South Dillard Street

Winter Garden, FL 34787

DOMESTIC FILING

NAME: CONTE INTERMODAL, INC.

FILED
95 MAY -2 AM 7:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XXXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XXXX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

T. BROWN MAY - 3 1995

ARTICLES OF INCORPORATION
OF
CONTE INTERMODAL, INC.

FILED
95 MAY -2 AM 7:46
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:

CONTE INTERMODAL, INC.

The address of the principal office of this corporation shall be 886 South Dillard Street, Winter Garden, Florida 34787, 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 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

William N. Asma	886 South Dillard Street
Dir./Pres./Sec./Treas.	Winter Garden, Florida 34787

ARTICLE VII. INCORPORATOR

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

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Information Services, Inc., has hereunto set
their hand and seal of Corporation Information Services,
Inc., on May 2, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: Gail Shelby

Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: Gail Shelby

Its Agent, Gail Shelby

GLS/kbr

WILLIAM N. ASMA, P.A.
Attorney and Counselor At Law

886 South Dillard Street
Post Office Box 771340
Winter Garden, Florida 34777-1340

(407) 856-5750
Fax No. (407) 856-0486

P95000034219
June 17 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

300001866233
-06/19/96--01015--012
*****35.00 *****35.00

RE: CONTE INTERMODAL, INC.

Dear Sir/Madam:

Enclosed please find a Statement of Registered Agent form duly executed by Ralph M. Conte as President of the above-named corporation along with a check for \$35.00 as your fee for making the change in Registered Agent so indicated on the enclosed form.

Thank you for your attention to this matter, and, please return a copy of this letter so enclosed indicating your receipt of same in the enclosed envelope.

Sincerely,

WILLIAM N. ASMA, P.A.

WNA

William N. Asma

WNA:sm
Enclosure

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUN 19 PM 1:03

APPROVED
AND
FILED

WNA
P95000034219
6-19-96
RA cu

**STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT**

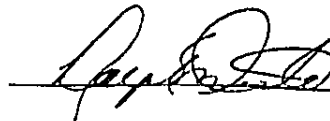
Pursuant to provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida:

1. The name of the corporation is Conte Intermodal, Inc.
2. The name and address of its present Registered Agent is:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, FL 32301

3. The name and street address to which its Registered Agent is to be changed is
**William N. Asma, c/o William N. Asma, P.A., 886 South Dillard Street, Winter Garden,
Florida 34787.**

4. Such change was authorized by resolution duly adopted by its Board of Directors:



Printed Name/Title: Ralph Conte, Pres.

DATE: June 12, 1996

RECEIVED
JUN 13 1996
TALLAHASSEE, FL
STATE SECRETARY OF
CORPORATIONS

APPROVED
AND
FILED

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.



NAME: WILLIAM N. ASMA

DATE: 6/12/96