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DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 591890 80556A

AUTHORIZATION : *Patricia Pizitz*

COST LIMIT : \$ 122.50

ORDER DATE : May 5, 1995

ORDER TIME : 10:28 AM

100001477291

ORDER NO. : 591890

CUSTOMER NO: 80556A

CUSTOMER: Laura L. Brogan, Esq  
LAURA L. BROGAN, ESQ

Suite C  
540 East McNab Road  
Pompano Beach, FL 33060

DOMESTIC FILING

NAME: BLACK DIAMOND OF GREATER  
ORLANDO, INC.

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

MAY 5 1995 **BSB**

FILED  
MAY -5 PM 1:03  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
BLACK DIAMOND OF GREATER ORLANDO, INC.

FILED

05 MAY -5 11:03

SECRETARY OF STATE

ARTICLE I - NAME

The name and address of this corporation is: BLACK DIAMOND OF GREATER ORLANDO, INC., Street Address: 2202 Curry Rod Road, Suite "B", Orlando, FL 32806, Mailing Address: P. O. Box 23471, Fort Lauderdale, FL 33307.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of no (\$0) par value common stock.

ARTICLE V - PRE-EMPTIVE 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 540 East McNab Road, Suite C, Pompano Beach, Florida 33066, and the name of the initial registered agent of this corporation at that address is Laura L. Brogan, P.A.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased (or decreased) from time to time by the By-Laws.

<u>NAME</u>	<u>ADDRESS</u>
John T. Winter	990 S.E. 5th Court Pompano Beach, FL 33060
Janice T. Winter	990 S.E. 5th Court Pompano Beach, FL 33060
Jason L. Thompson	331 S.W. 18th Court Pompano Beach, FL 33060

#### ARTICLE VIII - INCORPORATORS

<u>NAME</u>	<u>ADDRESS</u>
John T. Winter	990 S.E. 5th Court Pompano Beach, FL 33060
Janice T. Winter	990 S.E. 5th Court Pompano Beach, FL 33060

#### ARTICLE IX - SUB-CHAPTER S AND CHAPTER 1244 PROVISIONS

This corporation and each subscriber hereto shall take whatever action shall be necessary to cause the shares of the corporation issued to qualify as "Section 1244 stock" and, further, this corporation and each subscriber hereto shall take whatever action is necessary to cause the corporation to file an election to become a Subchapter S corporation, as such terms are used and defined in the Internal Revenue Code of 1952, as amended.

#### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

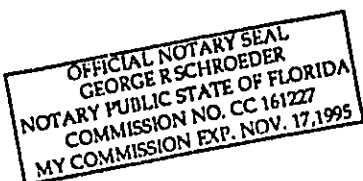
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 3rd day of May, 1995.

John T. Winter  
JOHN T. WINTER

Janice T. Winter  
JANICE T. WINTER

STATE OF FLORIDA )  
COUNTY OF BROWARD )

On this 2<sup>nd</sup> day of May, 1995, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared John T. Winter and Janice T. Winter, [xx] to me personally known, [ ] who presented driver's license no. \_\_\_\_\_, or [ ] other identification, and who did take an oath, and acknowledged that they executed the foregoing Articles of Incorporation freely and voluntarily.



George R. Schroeder  
Notary Public

GEORGE R. SCHROEDER  
(notary name printed)

CC 161227  
(license number)

My Commission Expires: 11/17/95

ACKNOWLEDGMENT BY REGISTERED AGENT

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

LAURA L. BROGAN, P.A.  
Registered Agent

By: Laura L. Brogan  
Laura L. Brogan, President

# BLACK DIAMOND

## RESOLUTION OF THE MEETING OF THE DIRECTORS OF BLACK DIAMOND TRANSPORTATION SERVICES, INC.

A special meeting of the Directors of Black Diamond Transportation Services, Inc. d/b/a BLACK DIAMOND was held on the date, time and at the place set forth in the waiver of written notice dated May 1, 1995, fixing such time and place, and prefixed to the minutes of this meeting; and all the directors of the Corporation being present;

The meeting was called to order by the Chairman. After discussion, and upon motion duly made, seconded and consented to, it was unanimously

RESOLVED, that the Corporation hereby gives its permission to the two individuals, John T. Winter and Janice T. Winter, to utilize the name BLACK DIAMOND in the organization of a Florida corporation to be named BLACK DIAMOND OF GREATER ORLANDO, INC.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the same was adjourned.

  
JASON L. THOMPSON, Secretary

Dated: May 1, 1995