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JEAN S. PERWIN

INGRAHAM BUILDING + SUTTE 623 25 SOUTHEAST SECOND AVENUE MIAMI, FLORIDA 33131

(305) 372-1630 - FAX (305) 381-9834

5 JUN - 6 PH 3: 14

June 5, 1995

VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32301

400001506824 -06/07/35--01023--005 ****122.50 ****122.50

RE: Carrie & Carrie Trucking, Inc.

Dear Sir or Madam:

Enclosed please find:

- 1. Articles of Incorporation on behalf of Carrie & Carrie Trucking, Inc.
- 2. A check in the amount of \$122.50 for the filing fees.

Please return in the enclosed Federal Express envelope.

If you have any questions regarding this filing, please do not hesitate to contact me.

EFFECTIVE DATE A

JUN 1 5 1995

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ARTICLES OF INCORPORATION OF CARRIE & CARRIE TRUCKING, INC.

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SECRETARY OF STATE
SECRETARY OF STATE

ARTICLE I - NAME

The name of the corporation is Carrie & Carrie Trucking, Inc. and the principal address of the corporation is: 439 N.E. 210 Circle Terrace, Building 22, Apt. 203, Miami, Florida 33179.

ARTICLE II - DURATION

The period of the duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon June 15, 1995.

ARTICLE III - PURPOSES

The purpose or purposes for which the corporation is organized is interstate trucking services and any other lawful purpose.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand shares of common stock (\$1,000) par value \$1.00 per share.

EFFECTIVE DATE

JUN 1 5 1995

ARTICLE V - REGISTERED AGENT

The street address and city of the registered office of the corporation is 439 N.E. 210 Circle Terrace, Building 22, Apt. 203, Miami, Florida 33179 and the name of its initial registered agent at such address is Mark Carrie.

ARTICLE VI - BOARD OF DIRECTORS

The initial board of directors shall consist of two (2) members. The names and address of the persons who shall serve on the initial board are:

Mark Carrie 439 N.E. 210 Circle Terrace Building 22 Apt. 203 Miami, Florida 33179

Havard Carrie 5495 Old National Hwy. Suite B-18 Door 103 College Park, Georgia 30349

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles is:

Mark Carrie 439 N.E. 210 Circle Terrace Building 22 Apt. 203 Miami, Florida 33179 The power to adopt, alter, amend or repeal Bylaws shall be vested solely in the Board of Directors.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation or any amendment to them. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 5th day of June, 1995.

Mark Carrie

STATE OF FLORIDA)

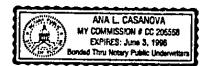
COUNTY OF DADE)

The foregoing was acknowledged before me this 5th day of June, 1995, by Mark Carrie who is personally known to me or who has produced (1600 544 72 100 - FL M Las identification and who did/did not take an oath.

MULT (WOLLIES -

NAME OF NOTARY: ANA L (ASANOLA

COMMISSION NO.: CC 20555 3



CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

THAT, Carrie & Carrie Trucking, Inc. desiring to organize under the laws of the State of Florida, as a for profit organization, with its principal office at 439 N.E. 210 Circle Terrace, Building 22, Apt. 203, Miami, Florida 33179 hereby appoints Mark Carrie as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this

Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Mark Cari e

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