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June 27, 1995

Division of Corporations
PO Box 6327
Tallahassee, Fla 32314

600001528186
-07/03/95--01043--001
****122.50 ****122.50

RE: MA & PA TRUCKING, INC.

Please record the enclosed Articles of Incorporation for MA & PA TRUCKING, Inc along with the Certificate. Check in the amount of \$122.50 is enclosed.

Please return copy to

Michael H. Cates
8 Key Lime Square
Key West, Fla 33040

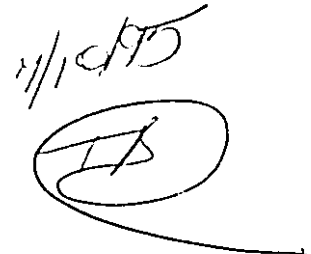
If you have any questions please call (305) 294-3225

Your timely assistance is appreciated.

Sincerely,


Larry L. Foltz

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4/1/95


ARTICLES OF INCORPORATION
OF
MA & PA TRUCKING, INC.

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:

MA & PA TRUCKING, INC.

The principal place of business of this corporation shall be #28 Amaryllis Drive, KEY WEST, FLORIDA 33040.

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 1000 shares of common stock have \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be #28 Amaryllis Drive, Key West Florida, 33040 and the name of the initial registered agent of the corporation at that address is Larry L. Foltz.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI OFFICERS AND DIRECTORS

This corporation shall have one officer and 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 a successor is elected or appointed is:

Larry L. Foltz, President, Secretary

ARTICLE VII INCORPORATOR

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

Larry L. Foltz.
#28 Amaryllis Dr.
Key West, Florida 33040

ARTICLE VIII INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 27th day of June, 1995.

MA & PA TRUCKING, INC.

By: *Larry L. Foltz*
LARRY L. FOLTZ

STATE OF FLORIDA
COUNTY OF Monroe

The foregoing instrument was acknowledged before me this 27th day of June, 1995, by LARRY L. FOLTZ personally known to me who did not take on oath.

Joyce A. Pivec
NOTARY PUBLIC,
STATE OF FLORIDA

My commission expires: _____



JOYCE A. PIVEC
MY COMMISSION # CC384479 EXPIRES
August 14, 1998
DONOR: THRU TROY FAIN INSURANCE, INC.

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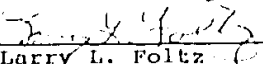
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHO PROCESS MAY BE SERVED**

Pursuant to Chapter 48, Florida statutes, the following is submitted in compliance with said statute:

That MA & PA TRUCKING, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at Key West, Monroe County, Florida, has named Larry Foltz, located at #28 Amaryllis Drive, Key West, Monroe County, State of Florida, 33040, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

I heroby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Larry L. Foltz
Registered Agent