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HARVEY H. HARLING
COUNSELLOR AT LAW

MEMBER OF FLORIDA AND MASSACHUSETTS BARS

TOWN EXECUTIVE CENTER
6100 GLADEN ROAD
SUITE 801
DOCA HATON, FLORIDA 33434
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August 15, 1995

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****122.50 ****122.50

STATE OF FLORIDA
DEPARTMENT OF STATE
Corporate Division
Post Office Box 6327
Tallahassee, Florida 32314

Attention: Secretary of State

Reference: Incorporation of Southern Bulk Express, Inc.

RECEIVED
SECRETARY OF STATE
CORPORATE DIVISION
95 AUG 18 2:11:42

Dear Sir/Madam:

Enclosed please find original and one copy of the Article of Incorporation for the above company.

Please find the original and return a stamped copy in the enclosed self-addressed stamped envelope.

We are enclosing our check in the amount of \$122.50 to cover costs.

Very truly yours,

Harvey H. Harling
Harvey H. Harling

HHH:ad
Enclosures

cc: Wayne A. Sawyer

9/8/95

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 18 AM 11:42

ARTICLES OF INCORPORATION
OF
SOUTHERN BULK EXPRESS, INC.

ARTICLE 1 - NAME AND PRINCIPAL OFFICE

The name of this corporation is SOUTHERN BULK EXPRESS, INC.
The address of the principal office is 17770 Wagon Wheel Drive,
Boca Raton, Florida 33496.

ARTICLE 2 - DURATION

This corporation shall exist perpetually commencing on the
date these articles are filed with the Department of State.

ARTICLE 3 - PURPOSE

This corporation is organized for the purpose of operating a
business for transporting vehicles and cargo, and for transacting
any or all lawful business permitted by statute.

ARTICLE 4 - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common
stock having \$10.00 par value per share.

ARTICLE 5 - INITIAL REGISTERED AGENT

The street address of the initial registered agent of this
corporation is 6100 Glades Road, Suite 201, Boca Raton, Florida
33434 and the name of the initial registered agent of this
corporation at that address is Harvey H. Harling.

ARTICLE 6 - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

Wayne A. Sawyer
17770 Wagon Wheel Drive
Boca Raton, FL 33496

President, Director,
Secretary and Treasurer

ARTICLE 7 - FIRST BOARD OF DIRECTORS AND OFFICERS

The name and street address of the members of the first Board of Directors and officers, all of whom shall hold office until their successors are duly elected and qualified, are as follows:

Wayne A. Sawyer
17770 Wagon Wheel Drive
Boca Raton, FL 33496

President, Director,
Secretary and Treasurer

ARTICLE 8 - INCORPORATOR

The name and address of the person signing these articles is:
Harvey H. Harling, Esquire, 6100 Glades Road, Suite 201, Boca Raton, FL 33434.

ARTICLE 9 - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

Wayne A. Sawyer

1000 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this

corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation. All unissued shares of stock must be granted with the unanimous approval, of the Board of Directors, prior to their issuance, if at all.

ARTICLE 10 - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders.

ARTICLE 11 - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE 12 - INDEMNIFICATION

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

ARTICLE 13 - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation.

Any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber, has executed these Articles of Incorporation this 14 day of August, 1995.

Harvey H. Harling
HARVEY H. HARLING, INCORPORATOR

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 14 day of August, 1995, by Harvey H. Harling, who is personally known to me, and who did take an oath.

Annabelle V. D'Angelo
Name: Annabelle V. D'Angelo
Notary Public - State of Florida
Commission No.: CC233750
My commission expires: 10/06/96



OFFICIAL SEAL
Annabelle V. D'Angelo
My Commission Expires
Oct. 6, 1996
Comm. No. CC 233750

**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT OF
SOUTHERN BULK EXPRESS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 19 AM 11:42

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: **SOUTHERN BULK EXPRESS, INC.**

2. The name and address of the registered agent and office is: **HARVEY H. HARLING, 6100 Glades Road, Suite 201, Boca Raton, Florida 33434.**

Harvey H. Harling
Harvey H. Harling
Incorporator

Dated: 8/14/95

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Harvey H. Harling
HARVEY H. HARLING

Dated: 8/14/95

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 14th
day of August, 1995, by Harvey H. Harling, who is
personally known to me or who has produced Driver's License
as identification, and who did take an oath.

Annabelle V. D'Angelo
Name: Annabelle V. D'Angelo
Notary Public - State of Florida
Commission No.: CC233750
My commission expires: 10/06/96



OFFICIAL SEAL
Annabelle V. D'Angelo
My Commission Expires
Oct. 6, 1996
Comm. No. CC 233750