

P95000069946

FOLEY & LARDNER

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September 6, 1995

Secretary of State
Corporate Records Bureau
Division of Corporations
Post Office Box 6372
Tallahassee, Florida 32301

400001579454
-09/07/95--01040--015
****122.50 ****122.50

Re: Team Logistics, Inc.

Dear Sir:

Enclosed for filing are the original Articles of Incorporation for Team Logistics, Inc. Also enclosed is one copy of same for use in certification. I request that you file these Articles, supplying me with one certified copy. In connection therewith, enclosed please find our check in the amount of \$122.50 for the following:

1. Filing fee.....\$ 35.00
2. Certified copy..... 52.50
3. Certificate designating Registered Agent 35.00

Total.....\$122.50

Should you have any questions or need additional information, please do not hesitate to contact me.

Sincerely,

FOLEY & LARDNER

John W. Caven, Jr.

John W. Caven, Jr.

SN SEP 12 1995

JWCjr/np
Enclosures

FILED
56 SEP -7 AM 11:00
DIVISION OF STATE
TALLAHASSEE, FLORIDA

SN SEP 12 1995

**ARTICLES OF INCORPORATION
OF
TEAM LOGISTICS, INC.**

FILED
93 SEP -7 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of this corporation is: Team Logistics, Inc.

Address: 5568 LaMoya Avenue
Suite A9
Jacksonville, FL 32210

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing upon filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Registered Agent: John Orren

Registered Office: 5568 LaMoya Avenue
Suite A9
Jacksonville, Florida 32210

The Shareholders from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

John Orren

ARTICLE VII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Shareholders at a Shareholder's meeting by at least a majority of the stock entitled to vote, unless all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation is made.

ARTICLE VIII. MANAGEMENT

The business of this corporation shall be managed by its Shareholders rather than by a Board of Directors. In the management of business of the corporation, the act of the shareholders representing a majority of the outstanding shares shall be the act of the shareholders. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of common stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by

proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE IX. PREEMPTIVE RIGHTS

The shareholders shall have preemptive rights.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 4th day of September, 1995.

John W. Caven, Jr.
Incorporator

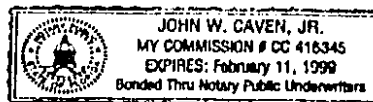
STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, a notary public, personally appeared, John Orren, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 4 day of September, 1995.

SWORN TO AND SUBSCRIBED BEFORE ME
This 4 day of September, 1995.

John W. Caven, Jr.
NOTARY PUBLIC, STATE OF FLORIDA

John W. Caven, Jr.
PRINTED NAME OF NOTARY
My Commission Expires: 2/11/99
Personally Known OR
Produced Identification
Type of Identification Produced



ACCEPTANCE BY REGISTERED AGENT

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Team Logistics, Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Jacksonville, County of Duval, State of Florida, has named John Orren, 5568 LaMoya Avenue, Suite A9, Jacksonville, Florida 32210, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in the certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

DATED this 4th day of September, 1995.


John Orren, Registered Agent

CLERK OF STATE
TALLAHASSEE, FLORIDA

55 SEP -7 AM 11:01

FILED

P95000069946

Mr. John R. Orren, President
Team Logistics, Inc.
9034 Deercress Court
Jacksonville, FL 32256 - 5427

September 29, 1997

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Reference: Team Logistics, Inc.
Document number P95000069946

Dear Division of Corporations:

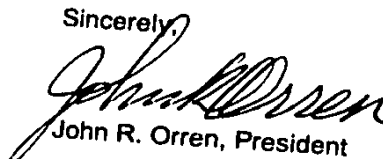
Please change the Registered Office of Team Logistics, Inc. to the following:

9034 Deercress Court
Jacksonville, Florida 32256 - 5427

I, John Orren, will remain the Registered Agent.

Thank you for your help.

Sincerely,


John R. Orren, President

Kelley
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