

GREENBERG

TRAUBIG

Barbara Springthorpe, Legal Assistant
407-650-7959

P96000006587

January 11, 1996

FILED
55 JAN 22 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee FL 32399

100001688421
-01/12/96--01074--015
*****131.25 *****131.25

Re: **ROADWAYS, INC.**

Dear Sir or Madam:

Enclosed please find for immediate filing the "ARTICLES OF INCORPORATION OF ROADWAYS, INC." Also enclosed is a check in the amount of \$131.25, payment for the filing fee, a certificate of good standing and a certified copy of the articles of incorporation. Please contact me if you have any questions or need any additional information in order to complete this filing. Thank you.

Sincerely yours,

Barbara Springthorpe
Barbara Springthorpe
Legal Assistant

WAB-269

c: Laurie L. Gildan, Esq.

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00503
00671*

1-17-96

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GREENBERG TRAUBIG HOFFMAN LIPOFF ROSEN & QUENTEL, P.A.
P.O. Box 20629 WEST PALM BEACH, FLORIDA 33416-0629

407-650-7900 FAX 407-655-6222

777 SOUTH FLAGLER DRIVE SUITE 310 EAST WEST PALM BEACH, FLORIDA 33401
MIAMI FORT LAUDERDALE WEST PALM BEACH TALLAHASSEE ORLANDO
NEW YORK WASHINGTON, D.C.



FLORIDA DEPARTMENT OF STATE

Sandra B. Morthum
Secretary of State

January 17, 1996

GREENBERG TRAUIG
777 SO. FLAGLER DR STE 310 EAST
WEST PALM BEACH, FL 33401

SUBJECT: ROADWAYS, INC.
Ref. Number: W96000001269

We have received your document for ROADWAYS, INC. and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 996A00002119

ARTICLES OF INCORPORATION
OF
ROADWAYS OF TOWNE PARK, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ROADWAYS OF TOWNE PARK, INC.

The address of the principal office of this corporation shall be 1221 Brickell Avenue, Miami, Florida 33131, C/O Shepard King and the mailing address of the corporation shall be the same.

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 1,000 shares of common stock having \$0.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.
This corporation shall have an effective date of January 15, 1996.

ARTICLE VI. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on January 22, 1996 .

CORPORATION SERVICE COMPANY

By: Gail Shelby
its Agent, Gail Shelby

95 JAN 22 PM 3:40
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

GLS/hbd