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\*\*\*\*\*70.00 \*\*\*\*\*70.00

DIVISION OF CORPORATIONS P.O. BOX 6327, TALLAHASSEE FL. 32314

**TRANSMITTAL LETTER**

Department of State  
Division of Corporations  
P.O. BOX 6327  
Tallahassee, FL 32314

SUBJECT: Michael Taylor Transport, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00.

\$35.00 Filing Fee

\$35.00 Designation of Registered Agent

From:

Michael M. Taylor  
2770 Nele Road  
Kissimmee, Florida 34744

FILED  
96 MAR 25 PM 12:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Note please provide the original and one copy of the articles.

1  
DOC  
4/3/96

## ARTICLES OF INCORPORATION

### MICHAEL TAYLOR TRANSPORT, INC.

The undersigned for ourselves, our associates, successors, and assigns hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Florida by and under the provisions of the statutes of the State of Florida providing for the formation liability rights privileges and immunities of a corporation for profit hereby certify:

#### ARTICLE I

The name of the corporation shall be:

MICHAEL TAYLOR TRANSPORT, INC.

#### ARTICLE II

The mailing address of the corporation shall be 2770 Nele Road, Kissimmee, Florida 34744.

#### ARTICLE III

The authorized Capital Stock of this Corporation shall consist of One Thousand (1,000) shares of the par value of One Dollar (\$1.00) per share which shares shall not be divided into classes and shall not be issued in series.

The sum of the par value of all of the shares of capital stock of the corporation issued and outstanding shall be the stated capital of the corporation at any particular time.

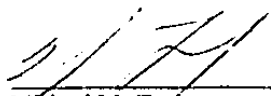
When and as declared by the Board of Directors the holders of the outstanding capital stock shall be entitled to receive solely out of the unreserved and unrestricted earned surplus of the corporation, dividends payable in either cash in property or in shares of the capital stock of the corporation.

The corporation shall not commence business until capital in excess of Five Hundred Dollars (\$500.00) has been received.

#### ARTICLE IV

The name of the initial registered agent is Michael M. Taylor who is a resident of Florida and whose address is 2770 Nele Road, Kissimmee, Florida 34744.

I hereby accept designation as registered agent:

  
\_\_\_\_\_  
Michael M. Taylor

#### ARTICLE V

The name of the Incorporator is Michael M. Taylor whose address is 2770 Nele Road, Kissimmee, Florida 34744.

#### ARTICLE VI

This corporation is organized to provide transportation services for individuals and dealers of motor vehicles and all other related support services including but not limited to transporting vehicles and trailers.

The corporation is also organized to engage in any business activities and for any and all other purposes permitted under the laws of the United States, The State of Florida and any other State in which the corporation is or shall be authorized to conduct business.

In this country or in any foreign country to the extent that said purposes are not forbidden by the laws thereof subject to specific written limitations or restrictions imposed by law or otherwise by these Articles of Incorporation and solely in furtherance of but not in addition to the purposes herein above set forth to have and exercise all of the powers as are or may from time to time be inferred by statute or otherwise.

To execute, perform, carry out or do any or all of the things in the accomplishment of the purposes herein above set forth as principal agent, contractor, trustee, attorney-in-fact or otherwise, either alone or in the company of other corporations or individuals.

It is understood that the foregoing enumeration of the powers of the corporation shall not be deemed to exclude by inference the exercise of any powers that might have been implied if no such mention thereof has been made.

#### ARTICLE VII

The initial Board of Directors of the corporation shall consist of two (2) individuals.

The name and address of the individuals who are to serve as Directors until the first annual meeting of shareholders or until successor(s) shall have been elected and qualified are as follows:

Michael M. Taylor  
2770 Nele Road  
Kissimmee, Florida 34744

Dyan J. Taylor  
2770 Nele Road  
Kissimmee, Florida 34744

## ARTICLE VIII

The Corporation shall exist perpetually unless dissolved according to law.

## ARTICLE IX

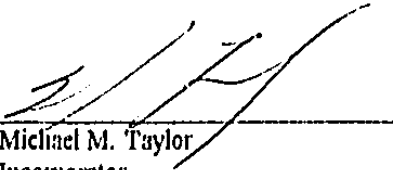
The provisions for the regulation of internal affairs are as follows:

First, the meetings of Shareholders Board of Directors or any other meeting regular or special may be held either within or without the State of Florida or within or without the United States.

Second, the initial by-laws of the corporation shall be adopted by its Board of Directors. The power to alter, amend or repeal the by-laws or adopt a new code of by-laws shall be reserved to the shareholders, the affirmative vote of not less than fifty-one percent (51%) of the total number of shares issued and outstanding being necessary to exercise such reserved powers. The by-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the Act or these Articles of Incorporation.

Third, the Corporation reserves the right from time to time to amend alter or repeal or to add any provision to these Articles of Incorporation in any manner prescribed by these Articles of Incorporation and the Business Corporation Act.

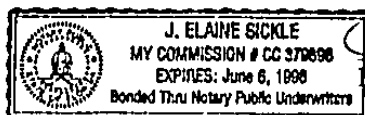
IN WITNESS WHEREOF I, have executed this instrument this 10 day of March, 1996, by  
Michael M. Taylor.

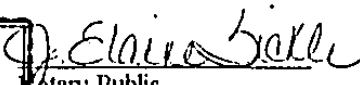
  
\_\_\_\_\_  
Michael M. Taylor  
Incorporator

STATE OF FLORIDA  
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 10 day of March, 1996 by Michael M. Taylor, Driver License Number # T 460-553-59-467-0 who being personally known to me and duly cautioned and sworn states that the foregoing is true correct and based on personal knowledge and acting as Incorporator of the corporation on behalf of the corporation.

Sworn to and subscribed before me on this 10 day of March, 1996.



  
\_\_\_\_\_  
Notary Public

96  
MAR 25  
FILED  
MAR 17  
TAMPA, FLORIDA

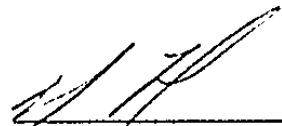
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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 MICHAEL TAYLOR TRANSPORT, INC.
2. The name and address of the registered agent and office is:

Michael M. Taylor  
2770 Nele Road  
Kissimmee, Florida, 34744

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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.

  
Michael M. Taylor  
REGISTERED AGENT