

P96000044464

Requestor's Name

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Littleton, CO 80120

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*****70.00 *****70.00

Office Use Only

(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 24 AM 11:50

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

5/24

W96-6503

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 26, 1996

STEPHEN M. WITT, ESQ.
P.O. BOX 2064
LAKE CITY, FL. 32056-2064

SUBJECT: TALCO EXPRESS, INCORPORATED
Ref. Number: W96000006503

We have received your document for **TALCO EXPRESS, INCORPORATED** and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 896A00013799

ARTICLES OF INCORPORATION
FOR
TALCO EXPRESS, INCORPORATED

SECRETARY OF STATE
DIVISION OF CORPORATIONS
APR 24 11:50

ARTICLE I

The name of the corporation is TALCO EXPRESS,
INCORPORATED.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is
organized are:

1. To engage in the business of trucking.
2. To transact any other lawful business for which
corporations may be incorporated under the Florida General
Corporation Act.
3. To do such other things as are incidental to the
foregoing or necessary or desirable in order to accomplish
the foregoing.

ARTICLE IV

The aggregate number of shares which the corporation is
authorized to issue is ONE HUNDRED (100). Such shares shall
be of a single class and have a par value of ONE DOLLAR
(\$1.00) per share.

ARTICLE V

The street address and mailing address of the initial
principal office of the corporation is 34663 Orchid Parkway,

Ridge Manor, Florida 33525 and the name of its initial registered agent is JAMES H. JOHNSTON, JR. and his mailing address shall be 1800 South First Street, Lake City, Florida 32025.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is two (2). The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of each person, who is to serve as a member of the initial board of directors is:

ROBERT L. TALBERT, 34663 Orchid Pkwy, Ridge Manor, FL 33525

MARTHA D. TALBERT, 34663 Orchid Pkwy, Ridge Manor, FL 33525

ARTICLE VII

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at market value thereof, a prorata portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock or the corporation authorized by the articles of incorporation was originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or
2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock

of the corporation of any class or classes, or to which is attached or pertinent any warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock for any class or classes.

ARTICLE VIII

A majority of the shares of the corporation, entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

ARTICLE IX

A majority of the directors shall constitute a quorum for a meeting of the directors.

If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of any interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the board of directors.

ARTICLE X

The shareholder of this corporation shall not be entitled to remove without cause any director from office during his term.

ARTICLE XI

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XII

Dividends may be paid to shareholders, only out of the

unreserved and unrestricted earned surplus of the corporation.

ARTICLE XIII

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, if he or she acted in good faith or in a manner he or she reasonably believed to be in or not opposed to the best interest of the corporation, unless there is gross negligence or willful misconduct.

ARTICLE XIV

Shares of stock in this corporation shall not be transferred or sold until the sale or transfer has been reported to and approved by the board of directors, by unanimous approval.

ARTICLE XV

No stockholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of the shares unless offered to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the stockholder; shall be sent by registered or certified mail to the corporation at its principal place of business and shall remain open for acceptance by the corporation for a period of sixty (60) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for purchase of such shares, the stockholder shall have the right to dispose of his or her shares as he or she may see fit.

On the death of any stockholder, the corporation shall have the right to purchase all shares owned by such stockholder immediately prior to his or her death on the terms set forth above.

ARTICLE XVI

The power to adopt, alter, amend or repeal bylaws shall be vested in the stockholders exclusively.

ARTICLE XVII

The name and address of each incorporator is:

ROBERT L. TALBERT, 35663 Orchid Pkwy, Ridge Manor, FL 33525 and MARTHA D. TALBERT, 35663 Orchid Pkwy, Ridge Manor, FL 33525 this 29th day of February, 1996.


ROBERT L. TALBERT


MARTHA D. TALBERT

STATE OF FLORIDA
COUNTY OF COLUMBIA


I HEREBY CERTIFY that on this day, before, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, ROBERT L. TALBERT AND MARTHA D. TALBERT, who are personally known to me or who has produced Personally Known as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 29th day of ~~January~~ February, 1996.



SUSAN E. MASON
My Comm Exp. 11/04/98
Bonded By Service Ins
No. CC414139

(1) Personally Known (1) Other I.D.


NOTARY PUBLIC
My commission expires:

FILED
DIVISION OF CORPORATIONS
95 MAY 24 AM 11:50

ACCEPTANCE OF REGISTERED AGENT

I, JAMES H. JOHNSTON, JR. accept the designation as registered agent for TALCO EXPRESS, INCORPORATED, as provided in the Articles of Incorporation, filed herewith. The initial registered agents address shall be 1800 South First Street, Lake City, Florida 32025


JAMES H. JOHNSTON, JR.