

P960000 47648

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Master No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

PMC
6/5/96

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____
BY Yer _____ CK No. _____

WALK-IN
Will Pick Up 6/5 12:00

RE: Don A. Laster
Transportation, Inc.

	U.C. FEE.	DISBURSED
Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. Filing		
Corp. Record Search		
Ltd. Partnership Filing		
Foreign Corp. Filing		
<input checked="" type="checkbox"/> Cert. Copy(s)		
Art. of Amend. Filing		
Dissolution/Withdrawal		
U.S.B.		
Fictitious Name Filing		
Name Reservation		
Annual Report/Maintenance		
Rep. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 Filing		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

55 JUN -5 AM 11:25
RECEIVED
TALLAHASSEE FL 32301
DIVISION OF CORPORATION

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

**ARTICLES OF INCORPORATION
OF
DON A. LASTER TRANSPORTATION, INC**

FILED
96 JUL -5 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators for the purpose of forming a corporation for profit under the provisions of the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

I

NAME OF CORPORATION

The name of this corporation is DON A. LASTER TRANSPORTATION, INC.

II

DURATION

The duration of this corporation shall be perpetual. Commencement of this corporation's existence shall be the time of the filing of these Articles of Incorporation with the Department of State of the State of Florida.

III

PURPOSE

The general purpose for which this corporation is initially organized is for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

IV

CAPITAL STOCK

The aggregate number of shares which this corporation has the authority to issue is 1,000. All stock shall be common stock. The par value of all such stock shall be \$1.00 per share. All stock shall be of the same kind, class and series.

V

STOCK RIGHTS

The common stock of this corporation shall have unlimited voting

rights and the holders of said stock shall be entitled to receive the net assets of this corporation upon dissolution.

VI

PREEMPTIVE RIGHTS

All stockholders shall have preemptive rights. Said Rights shall extend to protect their percentage ownership in this corporation. Said preemptive rights shall extend to all treasury shares. Before any treasury shares are resold, or before any authorized but unissued shares are sold, the corporation shall give all shareholders thirty (30) day written notice of its intention to issue said shares and advise them of their right to protect their percentage interest by purchasing the specified number of shares for cash within said thirty day period. Said written notice shall be by certified mail, return receipt requested, to the last record address of each stockholder.

VII

INITIAL PRINCIPAL OFFICE ADDRESS

The address of the initial principal office of this corporation is 1807 S.E. 41st Street, Cape Coral, Florida 33904.

VIII

INITIAL REGISTERED AGENT AND REGISTERED ADDRESS

The name of the initial registered agent of this corporation is Don A. Laster. The registered address is 1807 S.E. 41st Street, Cape Coral, Florida 33904.

IX

INCORPORATORS

The name and address of the incorporator signing these Article of Incorporation is as follows:

Don A. Laster
1807 S.E. 41st Street
Cape Coral, Fl 33904

X

BOARD OF DIRECTORS

The officers of this corporation shall constitute its Board of Directors. The number of officers may be increased from time to time by the shareholders as provided in the Bylaws. The corporation shall initially have two directors, but the number of directors may be increased to a total of five. The Board of Directors may not exceed a

total of five in number.

The officers of this corporation, who are also its initial directors are:

Don A. Laster

1807 S.E. 41st Street

Cape Coral, FL 33904

President, Vice President, Secretary, Treasurer

A quorum for a shareholders' meeting shall be as provided in the Bylaws of this corporation and need not be more than one-third (1/3) of the shares of this corporation entitled to vote at any shareholders' meeting, if the Bylaws of this corporation so provide.

XI

INFORMAL SHAREHOLDER ACTION

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken is signed by all of the shareholders entitled to vote upon such action at a meeting and is filed with the secretary of the corporation as part of the corporate records.

XII

BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested exclusively in the Shareholders.

XIII

INFORMAL DIRECTOR ACTION

If all the Directors severally or collectively consent, in writing, to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a duly called meeting of the Board of Directors.

XIV

INDEMNIFICATION

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

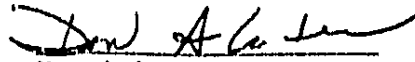
XV

AMENDMENT OF ARTICLES

These Articles of Incorporation, or any amendment thereto, may be

amended or repealed as prescribed by law, and any right conferred upon the shareholders is subject to this reservation.

In Witness Whereof, the undersigned incorporator has executed the foregoing Articles of Incorporation in the State of Florida, County of Lee, this 4th day of June, 1996.

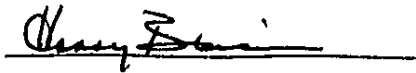


Don A. Laster
President, Vice President,
Secretary, Treasurer

**STATE OF FLORIDA
COUNTY OF LEE**

BEFORE ME, the undersigned authority, personally appeared, Don A. Laster who produced FL DL 4236-161-43-094-0 as identification and to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have hereunto set my hand and seal in the County and State last aforesaid, this 4th day of June, 1996.



Notary Public

My Commission Expires:



ACKNOWLEDGMENT OF REGISTERED AGENT
OF
DON A. LASTER TRANSPORTATION, INC

FILED

96 JUN -5 AM 11:25

The name and address of this corporation's initial registered agent, in compliance with Section 607.324, Florida Statutes, are:

Registered Agent:

Don A. Laster

Registered Office:

1807 S.E. 41st Street
Cape Coral, FL 33904

I hereby agree to act in type capacity as said registered agent and agree to comply with the provisions of Section 48.091, Florida Statutes, in keeping the registered office of the corporation open every day from 10:00 a.m. to 12:00 noon, except Saturdays, Sundays and legal holidays, during which period of time as registered agent I will be at said office in order to receive service of process.

I further agree to cause the corporation to keep a sign posted in the office in a conspicuous place, which designates the name of the corporation and the name of the registered agent upon whom service of process may be served.

Dated this 4th of June, 1996.



Don A. Laster
Registered Agent