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Stanley, Wines, Bennett, Murphy, Spangiers & Helms, P.A.

Attorneys at Law

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Of Counsel  
FRANK STANLEY

June 10, 1996

96 JUN 19 AM 9:34  
SECRETARY OF STATE  
P.O. BOX 800 TALLAHASSEE, FLORIDA  
WINTER HAVEN, FLORIDA 33882-0000  
TELEPHONE (941) 200-1203  
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Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-06/12/96--01079--019  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

RE: Otis Truck Brokerage, Inc.  
Our File No. CB-9269

Gentlemen:

Enclosed, for filing, please find the Articles of Incorporation for Otis Truck Brokerage, Inc. together with our check in the amount of \$122.50 for filing fee.

Thank you for your assistance and should you have any questions, do not hesitate to contact me.

Sincerely,

Jackie A. Deck  
Jackie A. Deck  
Secretary to Barry W. Bennett

:jad

enclosures

cc: Otis D. Shumate

wab 12675  
PH 6/13/96  
PH 6/20/96



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

June 13, 1996

**JACKIE A. DECK**  
60 2ND ST SE  
P O BOX 860  
WINTER HAVEN, FL 33882-0860

**SUBJECT: OTIS TRUCK BROKERAGE, INC.**  
Ref. Number: W96000012675

We have received your document for OTIS TRUCK BROKERAGE, INC. and your check(s) totaling \$122.50. 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.

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) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 796A00029566

*Stanley, Wines, Bennett, Murphy, Spanjers & Helms, P.A.*  
*Attorneys at Law*

BARRY W. BENNETT  
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Of Counsel  
FRANK STANLEY

June 17, 1996

Pamela Hall, Document Specialist  
Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

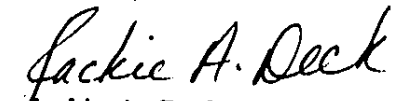
RE: **Otis Truck Brokerage, Inc.**  
Our File No. CB-9269

Dear Ms. Hall:

Enclosed please find a copy of your letter dated June 13, 1996 together with the corrected Articles of Incorporation for Otis Truck Brokerage, Inc.

Thank you for your assistance.

Sincerely,

  
Jackie A. Deck  
Secretary to Barry W. Bennett

:jad

enclosures

**ARTICLES OF INCORPORATION  
OF  
OTIS TRUCK BROKERAGE, INC.**

**FILED**  
96 JUN 19 AM 9:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby certifies to the following in order to form a corporation for a profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation is **OTIS TRUCK BROKERAGE, INC.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

**ARTICLE IV - PRINCIPAL OFFICE**

The principal office of this corporation is 1458 Johnson Road, Auburndale, Florida 33823, and the corporate mailing address is at 1458 Johnson Road, Auburndale, Florida 33823.

**ARTICLE V - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

#### **ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT**

The street address of the initial registered office of this corporation is 60 Second Street, S.E., Winter Haven, Florida 33880, and the name of the initial registered agent at that address is **DARRY W. BENNETT**.

#### **ARTICLE VII - BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of Directors may be increased or decreased from time to time in accordance with the by-laws but shall never be less than one. The individuals constituting the original Board shall be:

**OTIS D. SHUMATE**  
1458 Johnson Road  
Auburndale, Florida 33823

**BOBBIE JEAN SHUMATE**  
1458 Johnson Road  
Auburndale, Florida 33823

#### **ARTICLE VIII - INCORPORATOR**

**OTIS D. SHUMATE** is the person signing these Articles of Incorporation.

#### **ARTICLE IX - BY-LAWS**

The power to adopt, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

#### **ARTICLE X - NON-RESTRICTION OF CONTRACT**

No contract or other transaction of the corporation with any person, firm or other corporation, in the absence of fraud or wrongdoing shall be effected or invalidated by the fact that any director of this corporation is party to or interested in such contract or other transaction or in any way connected with such person, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might

otherwise exist from his contracting with this corporation for the benefit of himself or any other firm, person or corporation in which he may be in any way interested.

#### **ARTICLE XI - AMENDMENT**


The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

  
OTIS D. SHUMATE

STATE OF FLORIDA  
COUNTY OF POLK

**I HEREBY CERTIFY** that on this day, before me a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared **OTIS D. SHUMATE**, who is personally known to me or who has produced \_\_\_\_\_ as identification, known to me to be the incorporator of **OTIS TRUCK BROKERAGE, INC.**, and who executed the foregoing Articles of Incorporation and who acknowledged before me that he subscribed to these Articles of Incorporation.

~~JUNE~~ **WITNESS** my hand and official seal in the county and state named above, this 7<sup>th</sup> day of ~~May~~, 1996.

  
Notary Public - State of Florida  
My Commission Expires:  
My Commission No.



JACKIE A. DECK  
MY COMMISSION # CC388678 EXPIRES  
May 10, 1998  
BONDED THRU TROY FARM INSURANCE, INC.

FILED

96 JUN 19 AM 9:34

CERTIFICATE DESIGNATING PLACE OF BUSINESS, SECRETARY OF STATE  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First -- that **OTIS TRUCK BROKERAGE, INC.**, desiring to organize under the laws of the State of Florida, has named **BARRY W. BENNETT**, of 60 Second Street, S.E., Winter Haven, Florida 33880, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
**BARRY W. BENNETT**  
Registered Agent