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LAW OFFICES
RAYMOND E. THOMPSON
120 NORTHWEST THIRD AVENUE
TALLAHASSEE, FLORIDA 32304

TELEPHONE (904) 622-4004

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August 1, 1996

Secretary of State
State of Florida
The Capitol
Tallahassee, Florida 32304

RE: BLUE SKIES TRUCKING, INC.

Gentlemen:

With reference to the above captioned, I enclose herewith, Articles of Incorporation of the above named corporation, along with this firm's Trust Account check in the amount of \$122.50, representing the following fees:

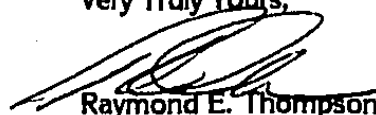
1.	Filing fee	\$ 35.00
2.	Certified Copy	52.50
3.	Registered Agent Designation	<u>35.00</u>
		\$122.50

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****122.50 ****122.50

If you find the enclosed Articles of Incorporation in order, please issue same and forward certified copy to the undersigned in the enclosed UPS Next Day Air envelope.

As in the past, your cooperation is sincerely appreciated.

Very Truly Yours,


Raymond E. Thompson

RET:kmb
Enclosures

AL JUL - 5 1996,

ARTICLES OF INCORPORATION
OF

BLUE SKIES TRUCKING, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME: The name of this corporation is:
BLUE SKIES TRUCKING, INC.

ARTICLE II

DURATION: This corporation shall commence business on the date of acceptance by the Department of State of the State of Florida, and shall have perpetual existence, unless otherwise dissolved in accordance with the law.

ARTICLE III

PURPOSE: The corporation is organized for the purpose of transacting any and all lawful businesses, within and without the State of Florida.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue one hundred (100) shares of Ten Dollar (\$10.00) par value of common stock.

ARTICLE V

PRE-EMPTIVE RIGHTS: Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

**INITIAL REGISTERED
OFFICE AND AGENT:**

The street address and mailing address of the initial registered office, the principal office and the mailing address of the corporation is:

**236 Bahia Circle
Ocala, FL 34472**

The name of the initial registered agent of this corporation at that address is:

KIMBRA M. DANIELSON

ARTICLE VII

**INITIAL BOARD
DIRECTORS:**

This corporation shall have one (1) director initially. The number may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

**KIMBRA M. DANIELSON
236 Bahia Circle
Ocala, FL 34472**

ARTICLE VIII

SUBSCRIBERS:

The names and addresses of the persons signing the Articles of Incorporation are:

**KIMBRA M. DANIELSON
236 Bahia Circle
Ocala, FL 34472**

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of August, 1996.

Kimbria M. Danielson
KIMBRA M. DANIELSON

**STATE OF FLORIDA
COUNTY OF MARION**

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared **KIMBRA M. DANIELSON**, personally known to me to be the person who executed the foregoing Articles of Incorporation or who did produce a driver's license as identification and acknowledged before me that he executed these Articles of Incorporation, and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 1st day of August, 1996.

NOTARY PUBLIC

(sign) Kathleen M. Britt

**KATHLEEN M. BRITT
STATE OF FLORIDA
COMMISSION NO: CC470524
COMMISSION EXPIRES: June 11, 1999**



**KATHLEEN M. BRITT
COMMISSION # CC470524
EXPIRES JUNE 11, 1999**

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST -- THAT BLUE SKIES TRUCKING, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF
BUSINESS AT OCALA, STATE OF FLORIDA, HAS NAMED **KIMBRA M. DANIELSON**,
LOCATED AT **236 BAHIA CIRCLE, CITY OF OCALA, STATE OF FLORIDA, 34472**, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE *Kimbra M. Danielson*
KIMBRA M. DANIELSON
TITLE: **PRESIDENT**
DATE: **August 1, 1996**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE *Kimbra M. Danielson*
KIMBRA M. DANIELSON
(REGISTERED AGENT)

DATE: **August 1, 1996**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA