

# P96000065460

AMERICAN TRUCK SERVICE  
P.O. DRAWER 17308  
PENSACOLA, FL. 32522

300001919248  
-08/06/96--01012--003  
\*\*\*122.50 \*\*\*122.50

City/State/Zip Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Southern Auto Transport, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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

**FILED**  
 26 AUG -5 PM 12:22  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" 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

AUG 6 1996 BSB

Examiner's Initials

ARTICLES OF INCORPORATION

OF

Southern Auto Transport, Inc.

FILED

96 AUG -5 PM 12:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned incorporators, hereby associate ourselves together and make, subscribe, and file with the Secretary of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of the corporation shall be: Southern Auto Transport, Inc.

ARTICLE II

Business, Objects, or Purposes

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 1200 Shares, having a par value of \$100.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or service at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stockholders entitled to vote at such election.

(c) No holder of stock of the corporation of any class shall have any preemptive or preferential right to subscribe to, purchase or receive any shares of any class of stock of the corporation, whether now or hereafter authorized, or any notes, debentures, bonds, or other securities convertible into, or carrying options or warrants to purchase, shares of any class, may be issued and disposed of or sold by the Board of Directors on such terms and for such consideration, so far as may be permitted by law, and to such person or persons as the Board of Directors may determine.

ARTICLE IV

Capital to Begin Business

The amount of capital with which this corporation will begin business will be \$ 1200.00

ARTICLE V

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI

Principal Office

The principal office of this corporation shall be located at 9211 Cove Ave., Pensacola, Fl. 32534 but the corporation shall have the power to relocate its principal office or to establish branch offices at other places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VII

Board of Directors

There shall be a Board of Directors for this corporation which shall consist of not less than one (1) and not more than fifteen (15) members, the number of the same to be fixed by the stockholders or by the corporate by-laws. Each of the said directors shall be of full age and at least one of them shall be a citizen of the United States. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII

First Board of Directors

The names and street addresses of the members of the First Board of Directors of this corporation, who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office, for the first year of the existence of this corporation, or until an election is held by the stockholders for the election of permanent directors, or until their successors have been duly elected and qualified, are:

President-Dennis D. Zylstra 9211 Cove Ave., Pens. Fl. 32534

Vice President- Randy Nims 9211 Cove Ave., Pens., Fl. 32534

Secretary- Sherry Nims 9211 Cove Ave., Pens., Fl. 32534

Treasurer-Marilyn Zylstra 9211 Cove Ave., Pens., Fl. 32534

ARTICLE IX

Subscribers

The names and street addresses of the subscribers to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
1. <u>Donnis Zylstra</u>	<u>9211 Cove Ave. Panama City, FL. 32534</u>
2. <u>Randy Nimm</u>	<u>9211 Cove Ave. Panama City, FL. 32534</u>

ARTICLE X

Transactions with Corporations

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any other corporation, or are directors or officers of any other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that (he) or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any director of this corporation who is also a director or officer of such other corporation or member of such firm, or who is at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if (he) were not such officer or director of such other corporation or member of such firm, or not so interested.

ARTICLE XI

By-laws

(a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-laws or amendments thereto as adopted by the Board of Directors may be altered, amended, or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by vote of the stockholders. No by-law which has been altered, amended or repealed by vote of the directors until two years shall have expired since such action by vote of such stockholders.

(b) The by-laws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of this State or of the United States.

ARTICLE XII

Amendment of Articles of Incorporation

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter provided by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I (We), the undersigned, have executed these Articles for the uses and purposes therein stated.

Dennis D. Zylstra  
Dennis D. Zylstra President

Randy Nims  
Randy Nims Vice-Pres.

Marilyn Zylstra  
Marilyn Zylstra Sec.-Treas.

Sherry Nims  
Sherry Nims Sec.-Treas.

STATE OF FLORIDA  
COUNTY OF Escambia

BEFORE ME, the undersigned authority, on this 02 day of AUGUST,  
19 96, personally appeared Dennis D. Zylstra and Randy Nims  
and Marilyn Zylstra and Sherry Nims

to me well known to be the person described in and who signed the foregoing Articles  
of Incorporation, and acknowledged to me that he executed the same freely and vol-  
untarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Janet Rosalie Greene  
Notary

My commission expires:



JANET ROSALIE GREENE  
Notary Public, State of Florida  
My Comm. Exp. Apr. 10, 1998  
Comm. No. CC 363005

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

In pursuance of Chapter 40.091, Florida Statutes, the following is submitted, in compliance with said Act:

Southern Auto Transport, Inc. a corporation organized (or organizing)  
under the laws of the State of Florida with its principal office at 9211  
Cove Avenue, in the City of Pensacola, County of  
Escambia, State of Florida, has named Sherry Nims  
located at 9211 Cove Ave., City of Pensacola  
County of Escambia, State of Florida, as its agent to accept  
service of process within this State.

Dennis P. Zylstra  
Officer's Name Dennis Zylstra

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
AUG - 5 PM 12:22

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name in some conspicuous place in office as required by law.

Sherry Nims  
Resident Agent Sherry Nims

P96000065460

DENNIS D. Zylstra  
8852 Fowler Ave  
Pen Fl.

Home - 904 - 494-2145

work - 904 - 478-7066

Thank you.

Dennis D. Zylstra

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\*\*\*\*\*35.00--\*\*\*\*\*35.00

Vol. Diss.

FILED  
97 MAY 19 PM 3 42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WJW 5-23-97

ARTICLES OF DISSOLUTION

FILED  
97 MAY 19 PM 3:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits following articles of dissolution:

FIRST: The name of the corporation is: Southern Auto Transport Inc.

SECOND: The date dissolution was authorized: 5/14/97

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:*

The number of votes cast for dissolution was sufficient for approval by

Dennis D. Zylstra  
(voting group)

Signed this Wed day of May, 19 97.

Signature Dennis D. Zylstra  
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Dennis D. Zylstra  
(Typed or printed name)

President  
(Title)