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JOSEPH E. JOHNSTON, JR.
DAVID C. SASSEN
DARRYL W. JOHNSTON
ROBERT D. BATTISTA

September 16, 1996

Secretary of State
Corporate Records
Florida Department of State
P. O. Box 6327
Tallahassee, FL 32314

800001951858
-09/19/96--01074--004
*****122.50 *****122.50

Re: Ace Transport, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Ace Transport, Inc.

Our check in the amount of \$122.50 is enclosed to cover the filing fee and a certified copy. Please return the certified copy in the envelope provided.

Yours truly,

Karen L. Sami
Karen L. Sami
Secretary

/kls

Enclosures

FILED
96 SEP 19 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(SEP 20 1996) BSB

ARTICLES OF INCORPORATION

OF

ACE TRANSPORT, INC.

FILED

96 SEP 19 AM 9:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is ACE TRANSPORT, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

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.

C. To engage in the business of non-emergency medical transportation.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is ONE THOUSAND (1,000) shares of common stock. Such shares shall be of a single class and shall have no par value

per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office of the Corporation and the street address of the initial registered office of this corporation is 4409 Union Springs Road, Spring Hill, Florida 34608. The name of the initial registered agent of this corporation at that address is Mohamed Hafez. The mailing address of this corporation is 4409 Union Springs Road, Spring Hill, Florida 34608.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws but shall never be less than one. The names and addresses of the initial Board of Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
MOHAMED HAFEZ	4409 Union Springs Road Spring Hill, Florida 34608
NASSER ELMANSOURY	14540 Cortez Boulevard Brooksville, Florida 34613
ALLAM M. REHEEM	14540 Cortez Boulevard Brooksville, Florida 34613
MAHMOUD NIMER	14540 Cortez Boulevard Brooksville, Florida 34613

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
MOHAMED HAFEZ	4409 Union Springs Road Spring Hill, Florida 34608

ARTICLE VIII - PREEMPTIVE RIGHTS

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 the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as 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 or other consideration; or

B. 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 appurtenant to any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

ARTICLE IX - STOCK TRANSFER RESTRICTIONS

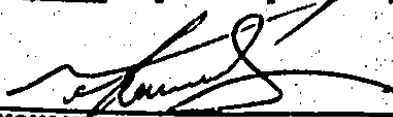
Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this

restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

ARTICLE X - 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.

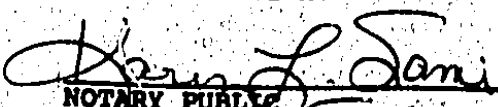
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of September, 1996.



MOHAMED HAFEZ

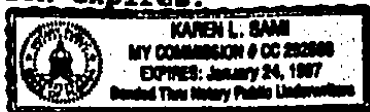
STATE OF FLORIDA
COUNTY OF HERNANDO

The foregoing articles of incorporation were acknowledged before me on September 12, 1996 by MOHAMED HAFEZ who is personally known to me or who produced a Florida Driver License as identification.



NOTARY PUBLIC
Karen L. Sami
(Printed name of Notary Public)

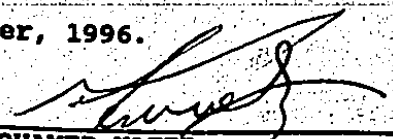
My commission expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of ACE TRANSPORT, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 12 day of September, 1996.



MOHAMED HAFEZ

FILED
96 SEP 19 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA