

P96000083521

Southern Trax, Inc  
7875 Belvedere Rd.  
West Palm Beach, FL 33411  
October 3, 1996

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314-6327

700001966867  
-10/08/96--01010--020  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir or Madam:

Please find enclosed the Articles of Incorporation for Southern Trax, Inc. and a check in the ammount of \$122.50.

Thankyou,

  
Matthew Ford

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT -7 PM 12:51

gf 10/10/96

**ARTICLES OF INCORPORATION OF**  
**SOUTHERN TRAX, INC.**

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DIVISION OF CORPORATIONS  
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**ARTICLE 1**

The name of this corporation shall be

**SOUTHERN TRAX, INC.**

**ARTICLE 2 - CORPORATE EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE 3 - GENERAL NATURE OF BUSINESS**

The corporation is formed and shall have as its general purposes all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

**ARTICLE 4 - CAPITAL STOCK**

The corporation shall have one class of stock. The capital stock which the corporation has authorized shall consist of one thousand (1,000) shares of common stock. Said one thousand shares being the maximum number of shares which this corporation may issue and have outstanding at any time.

**ARTICLE 5 - PRE-EMPTIVE RIGHTS**

Subsequent to the issuance of capital stock to any subscriber of stock herein, all shareholders shall have pre-emptive rights to acquire unissued or treasury shares of the corporation based upon the percentage of ownership of shares.

**ARTICLE 6 - PRINCIPAL OFFICE AND REGISTERED AGENT**

The initial street address, principle office and place of business in the State of Florida is:

**7875 Belvedere Road  
West Palm Beach, FL 33411**

with the privilege of establishing offices and places of business at other places in the State.

The initial Registered Agent for service of process is:

**John P. Ford  
Mock, Roos and Ass.  
5720 Corporate Way  
West Palm Beach, FL 33407**

**ARTICLE 7 - BOARD OF DIRECTORS**

The corporation shall initially have two 2 directors.  
The numbers of directors may be increased or decreased from time-to-time  
by the By-Laws adopted by the stockholders, but shall never less than  
two (2) or more than seven (7).  
Directors need not be stockholders.

**ARTICLE 8 - INCORPORATORS AND SUBSCRIBERS**

The name and street address of the incorporators and subscribers to  
these articles of incorporation are as follows:

1. Matthew T. Ford  
7875 Belvedere Road  
West Palm Beach, FL 33411

2. Ulysses H. Hubbard  
7875 Belvedere Road  
West Palm Beach, FL 33411

**ARTICLE 9 - RESTRICTIONS OF TRANSFER OF SHARES**

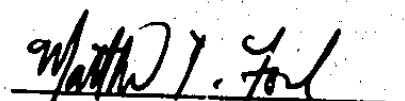
The shareholders may adopt and provide in the By-Laws of the corporation  
any applicable restriction on the transfer of shares and may make and  
enter into any cross-purchase shareholders agreements necessary to  
implement, modify and/or further clarify any such adopted stock  
restriction.

**ARTICLE 10 - SECTION 1244 STOCK**

The intent of this section is to assure that this stock will be treated  
under the provisions of Section 1244 of the Internal Revenue Code.

In witness thereof, the incorporators and subscribers to these ARTICLES  
OF INCORPORATION have set their hand and seal this 2nd day of October,  
1996.

  
Ulysses H. Hubbard

  
Matthew T. Ford

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DIVISION OF CORPORATIONS

**ACCEPTANCE OF REGISTERED AGENT**

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The undersigned John P. Ford does hereby accept the designation as  
**REGISTERED AGENT** for the above corporation and consents to serve as  
same.

*J. P. Ford*  
John P. Ford

**STATE OF FLORIDA  
COUNTY OF PALM BEACH**

Personally appeared before me, Ulysses H. Hubbard, Matthew T. Ford, and John P. Ford, known to be the individuals described herein and who executed the foregoing **ARTICLES OF INCORPORATION**, and they acknowledged to band before me that they executed the same as incorporators, subscribers and that such execution was freely and voluntarily made for the uses and purpose therein expressed.

Witness, my official seal as West Palm Beach, Florida, this 2nd day of October, 1996.

*personally known*  
*Debra C. McCray*



**DEBRA C. MCCRAY**  
MY COMMISSION EXPIRES  
November 1, 1997  
NOTED THAT THEY ARE INCORPORATED, INC.