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ATTORNEYS AT LAW

401-A SOUTH INDIAN RIVER DRIVE  
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FRANK H. FEE, III  
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*Board Certified Civil Trial Lawyer*

FRANK FEE (1913-1983)  
OTIS R. PARKER, JR. (1910-1982)

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November 13, 1996

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

000002007390--4  
-11/13/96--01011--015  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Turner Express, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation for Turner Express, Inc., along with our check in the amount of \$122.50 for filing fee, registered agent designation and certified copy. Enclosed is a return envelope for the certified copy. Thank you.

Yours very truly,

*Connie S. Moore*

Connie S. Moore  
Legal Assistant

csm

enclosures

96 NOV 18 AM 11:51

FILED

11/13/96

**ARTICLES OF INCORPORATION  
OF  
TURNER EXPRESS, INC.**

96 NOV 18 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

**ARTICLE I. NAME**

The name of this corporation shall be **TURNER EXPRESS, INC.**

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Division of Corporations, Florida Department of State. This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSE**

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

**ARTICLE IV. CAPITAL STOCK**

This corporation shall have the authority to issue 5,000 shares of One Dollar (\$1.00) par value of common capital stock.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as

Articles Of Incorporation Of **TURNER EXPRESS, INC.**

may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

#### ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to the corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

#### **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board Of Directors shall be one. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

**JOHN W. TURNER**  
16700 Orange Avenue  
Fort Pierce, FL 34945.

#### **ARTICLE VIII. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### **ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

401-A S. Indian River Drive  
Fort Pierce, FL 34950.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: **FRANK H. FEE, III, ESQUIRE.**

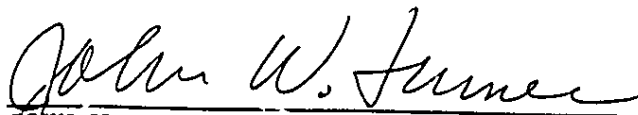
#### **ARTICLE X. INCORPORATORS**

The name and address of the individual who shall serve as this corporation's incorporator are:


JOHN W. TURNER  
16700 Orange Avenue  
Fort Pierce, FL 34945

**ARTICLE XI. AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
JOHN W. TURNER  
Incorporator

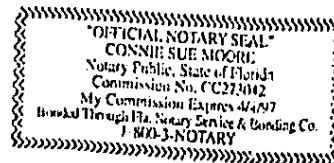
I hereby accept my designation as resident agent and agree to serve as the resident agent of **TURNER EXPRESS, INC.** I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for **TURNER EXPRESS, INC.**

  
FRANK H. FEE, III, ESQUIRE  
Registered Agent

State Of Florida  
County Of St. Lucie

On November 12, 1996, FRANK H. FEE, III, ESQUIRE,  
designated above as the individual who shall serve as the  
corporation's initial registered agent, and JOHN W. TURNER,  
designated above as the corporation's incorporator, who is  
personally known to me, or produced a Florida driver's license as  
identification, and both of whom personally appeared before me at  
the time of notarization, and, after being given the oath,  
acknowledged signing these Articles Of Incorporation Of **TURNER  
EXPRESS, INC.**

Connie Sue Moore  
Notary Public  
Connie Sue Moore  
(Notary Public - Printed Or Typed Name)



Commission Expiration Date & Commission Number:

(SEAL)

FILED  
96 NOV 18 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Articles Of Incorporation Of **TURNER EXPRESS, INC.**