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LETTER OF TRANSMITTAL

DATE 11/21/96

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

FILED
96 NOV 22 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: RWG EXPRESS, Inc.
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

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****122.50 ****122.50

Ricky L. Grubbs
(Individual's Name)

4003 Old Nine Ft. Rd.
Winter Haven, FL 33880

RWG EXPRESS, INC.
(Name of Corporation)

MAILING ADDRESS OF CORPORATION		
P.O. Box 837		
Eagle Lake, FL 33839		
PHONE		
(941)	297-8002	
Area Code	Number	Ext.

KR
12.2.96

ARTICLES OF INCORPORATION

of

RWG EXPRESS, INC.
(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

RWG EXPRESS, INC.

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ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS			
530 3rd St. N.			
CITY	Eagle Lake	FLORIDA	ZIP 33839
Mailing address, if different			
STREET ADDRESS			
P.O. Box 837			
CITY	Eagle Lake	FLORIDA	ZIP 33839

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME			
Ricky L. Grubbs			
ADDRESS			
4003 Old Nine Ft. Rd.			
CITY	Winter Haven	FLORIDA	ZIP 33880

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Ricky L. Grubbs</u>		
ADDRESS	<u>4003 Old Nine Ft. Rd.</u>		
CITY	<u>Winter Haven</u>	STATE <u>FL</u>	ZIP <u>33880</u>
NAME	<u>William E. Grubbs, Jr.</u>		
ADDRESS	<u>210 Santa Rosa Dr.</u>		
CITY	<u>Winter Haven</u>	STATE <u>FL</u>	ZIP <u>33884</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

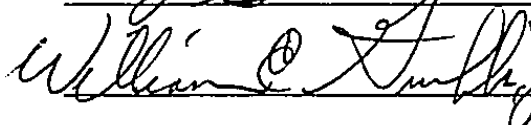
ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>Ricky L. Grubbs</u>		
ADDRESS	<u>4003 Old Nine Ft. Rd.</u>		
CITY	<u>Winter Haven</u>	STATE <u>FL</u>	ZIP <u>33880</u>
NAME	<u>William E. Grubbs, Jr.</u>		
ADDRESS	<u>210 Santa Rosa Dr.</u>		
CITY	<u>Winter Haven</u>	STATE <u>FL</u>	ZIP <u>33884</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 21 day of NOVEMBER, 19 96.

 (Signature)

 (Signature)

_____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

RWG EXPRESS, INC.
(name of corporation)

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TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

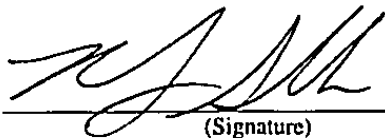
at 590 3rd St. N.

Eagle Lake, FL 33839

has named Ricky L. Grubbs

located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

11/21/96
(Date)