P.970000003953 O. C. BEAKES BHITM-BEAKES BUILDING

B3B RIVERBIDE AVENUE JACKSONVILLE, FLORIDA 32204 TELEPHONE (904) 354-1590

January 8, 1997

LINDNER SMITH, JR. OF COUNSEL

Secretary of State Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 600002052936--2 -01/09/97--01039--005 *****70.00 ******70.00

TALLANASSEE FLORIDA

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Re: M & C Logistic Associates, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for M & C LOGISTIC ASSOCIATES, INC. and check for \$70.00 to cover the filing fee and cost of the Certification of Registered Agent.

Please return a stamped copy of the Articles of Incorporation to this address in the enclosed, stamped self-addressed envelope.

Very truly yours,

eafe-

O. C. Beakes

OCB/sh

Encl.

ARTICLES OF INCORPORATION

<u>OF</u>

M & C LOGISTIC ASSOCIATES. INC.

97 JAH -9 AH S: 36 TALLANNISSEE, FLORIDA The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLEI NAME

The name of the corporation shall be:

M & C LOGISTIC ASSOCIATES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 4231 Walnut Bend Road, Suite 5 Jacksonville, FL 32257

> P.O. Box 7792 Jacksonville, FL 32238 ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 7,500 shares of the par value of \$1.00 each.

Pre-emptive rights are granted and reserved to shareholders of the corporation.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

O. C. Beakes 836 Riverside Avenue Jacksonville, FL 32204

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

0. C. Beakes 836 Riverside Avenue Jacksonville, FL 32204

ARTICLE VI - INITIAL DIRECTOR AND OFFICER

The name and street address of the initial director and officer of this corporation are:

Wayne W. Mattson - President, Treasurer & Director 4231 Walnut Bend Rd., Suite 5 Jacksonville, FL 32257

O. C. Beakes - Secretary 836 Riverside Ave. Jacksonville, FL 32204

The undersigned has (have) executed these Articles of Incorporation this

<u>8th</u> day of <u>January</u>, 19 <u>97</u>.

Care offin

O.C. Beakes Signaldie/ Ville Secretary

Signature/Title

Signature/Title

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1.	The name of the corporation is: M& C LOGISTIC ASSOCIATES. INC.
2.	The name and address of the registered agent and office is:
	0. C. Beakes
	(NAME)
	836 Riverside Avenue
	(P.O. BOX NOT ACCEPTABLE)
	Jacksonville, FL 32204
	(CITY/STATE/ZIP)
	SIGNATURE (corporate officer) O. C. Beakes
	TITLE <u>Secretary</u>
	DATEJanuary 8, 1997

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 PER-FORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGA-TIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE	O. C. Beakes
DATE	January 8, 1997

REGISTERED AGENT FILING FEE: \$35.00