

Thomas C. Santoro

Attorney at Law

1700 Wells Road, Suite 5 • Orange Park, Florida 32073

Telephone (904) 278-8713 Facsimile (904) 278-8768



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February 27, 1997

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*****70.00 *****70.00

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Grade A Tractor Services, Inc.

Dear Sir/Madame:

Please find the enclosed for filing the following:

1. Articles of Incorporation
2. Assignment By the Sole Incorporator

I have also enclosed my check in the amount of \$70.00 to cover your filing fee for same. Please file stamp the additional copy that I have enclosed and return same in the enclosed self-addressed stamped envelope.

Should you have any questions or need anything additional, please give me a call.

Very truly yours,

THOMAS C. SANTORO

TCS/mcb
enc.

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RECEIVED
MAR 4 1997

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FILED

ARTICLES OF INCORPORATION
OF
GRADE A TRACTOR SERVICES, INC.

FILED
97 MAR 4 AM 1:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: GRADE A TRACTOR SERVICES, INC.

The address of the principal office of this corporation shall be 2112 Patou Drive East, Jacksonville, Florida 32210, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1700 Wells Road, Suite 5, Orange Park, Florida 32073, and the name of the initial registered agent of the corporation at that address is Thomas C. Santoro, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officers and directors who shall hold offices for the first year of the

corporation, or until his/her successors are elected or appointed is:

HAROLD M. MCGILL, President, Vice President and Treasurer
a/k/a H. MICHAEL MCGILL
2112 Patou Drive East
Jacksonville, Florida 32210

MELINDA M. VOLZ, Secretary
7024 Bonnie Brae Lane
Jacksonville, Florida 32210

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

THOMAS C. SANTORO, ATTORNEY AT LAW
1700 Wells Road, Suite 5
Orange Park, Florida 32073

IN WITNESS WHEREOF, the undersigned THOMAS C. SANTORO, ATTORNEY AT LAW, has hereunto set his hand and seal on February 27, 1997.




THOMAS C. SANTORO, ESQUIRE
Florida Bar No. 0784915
1700 Wells Road, Suite 5
Orange Park, Florida 32073
(904)278-8713

ASSIGNMENT BY THE SOLE INCORPORATOR
OF THE ARTICLES OF INCORPORATION OF
GRADE A TRACTOR SERVICES, INC.

THOMAS C. SANTORO, ATTORNEY AT LAW, as sole incorporator, for value received hereby assigns any and all rights it may have as such incorporator to the following: HAROLD M. MCGILL, a/k/a H. MICHAEL MCGILL.

Dated: February 27, 1997



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Florida Bar No. 0784915
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Orange Park, Florida 32073
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