

P97000036828

AFFORDABLE LEGAL SOLUTIONS, INC.

525 Glen Oak Road
Venice, FL. 34293

(941) 820-3861

April 7, 1997

Venice

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

Re: Articles of Incorporation of
Transportation and Distributions Services, Inc.

Dear Sir:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for this proposed corporation.

Will you kindly endorse your seal of approval of the Certificate of Incorporation, certify, and return the copy to us at your earliest convenience.

A check in the amount of \$122.50 is enclosed for the filing fees.

Thank you for your attention to this matter.

Very truly yours,

W97-8748


Laurie A. Bolam

Enclosures
LAB/lko

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***122.50 ***122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 23 PM 2:25

W97-8748



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 15, 1997

LAURIE A. BOLAM
525 GLEN OAK ROAD
VENICE, FL 34293

SUBJECT: TRANSPORTATION AND DISTRIBUTIONS SERVICES, INC.
Ref. Number: W97000008748

We have received your document for TRANSPORTATION AND DISTRIBUTIONS SERVICES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Vickie Whitfield
Corporate Specialist

Letter Number: 697A00018992

AFFORDABLE LEGAL SOLUTIONS
525 Glen Oak Road
Venice, FL. 34293
820-3861

April 21, 1997

Florida Department of State
Division of Corporations
C/O Vickie Whitfield
P.O. Box 6327
Tallahassee, FL. 32314

RE: Transportation and Distributions Services, Inc.
Ref. Number W9700008748

Dear Vickie:

Please be advised that I am writing in regards to your letter dated April 15, 1997. In response to your letter, Article VII reflects that the principal address and the registered office address are the same.

Will you kindly endorse your seal of approval of the Certificate of Incorporation, certify and return the copy to us at your earliest convenience.

Thank you for your attention to this matter.

Sincerely,



Laurie A. Bolam

Enc.
LAB/lko

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 23 PM 2:25

ARTICLES OF INCORPORATION
OF
TRANSPORTATION AND DISTRIBUTIONS SERVICES, INC.
* * * * *

ARTICLE I -- NAME

The name of this corporation is: TRANSPORTATION AND
DISTRIBUTION SERVICES, INC.

ARTICLE II -- DURATION

This corporation shall exist perpetually.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of any and all
lawful businesses for which corporations may be incorporated under
the Florida General Corporation Act.

ARTICLE IV -- POWERS

This corporation shall have all of the corporate powers
enumerated in the Florida General Corporation Act.

ARTICLE V -- CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common
stock having a par value of one (1) dollar per share.

ARTICLE VI -- PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase his pro-
rata share of any new stock of this corporation of the same kind,
class or series as that which he already holds at the price at
which it is offered to all other shareholders.

ARTICLE VII -- INITIAL OFFICE AND RESIDENT AGENT

The street address of the initial office and registered agents office of this corporation is: 844 Bayport Circle, Venice, Florida 34292, and the name of the initial registered agent of this corporation at that address is: Leonard F. Tatko.

ARTICLE VIII -- MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the direction, of the shareholders of this corporation, the act of stockholders representing majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE IX -- INCORPORATOR

The name and address of the person signing these articles is:

Leonard F. Tatko
844 Bayport Circle
Venice, FL. 34292

ARTICLE X -- BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

ARTICLE XI -- INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

ARTICLE XII -- AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, and any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 25TH day of MARCH, 1997.

Leonard F. Tatko
INCORPORATOR

STATE OF FLORIDA

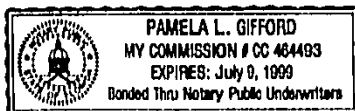
COUNTY OF SARASOTA

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Leonard F. Tatko, known to me and known by me to be the person signing these Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 25th day of March, 1997. (Personally known)

Pamela L. Gifford
NOTARY PUBLIC

My Commission Expires:

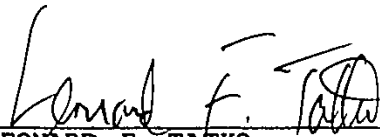


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

TRANSPORTATION AND DISTRIBUTION SERVICES, INC.

Pursuant to Section 607.0501, Florida Statutes, the following is submitted:

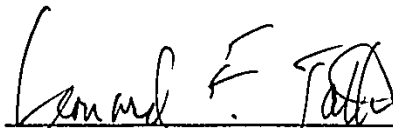
That, Transportation and Distributions Services, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of Venice, County of Sarasota, State of Florida, has named Leonard F. Tatko, 844 Bayport Circle, Venice, Florida, County of Sarasota, State of Florida, as its agent to accept service of process within the State of Florida.


LEONARD F. TATKO

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SECRETARY OF STATE
OFFICE OF CORPORATIONS
97 APR 23 PM 2:25

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation at the place designated in this Certificate, I hereby accept such appointment and agree to act in this capacity, and agree to comply with the provisions of law relating to keeping said office open.


LEONARD F. TATKO