

P97000041284



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 343922 10118C

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 25, 1997

ORDER TIME : 9:58 AM

ORDER NO. : 343922-005

CUSTOMER NO: 10118C

CUSTOMER: Joel E. Boyd, Esq  
DEAN MEAD SPIELVOGEL GOLDMAN &  
BOYD  
Suite 100  
7380 Murrell Road  
Melbourne, FL 32940

400002154754--8  
-04/25/97--01022--016  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: Trucks To Go, Inc.  
~~WILSON ENTERPRISES, INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

FILED  
97 MAY -8 PM 4:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97  
APR 25 PM 4:42  
RECEIVED

6097-9631



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

April 25, 1997

CSC NETWORKS  
1201 HAYS ST.  
TALLAHASSEE, FL 32301-2607

SUBJECT: WILSON ENTERPRISES, INC.  
Ref. Number: W97000009631

We have received your document for WILSON ENTERPRISES, 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):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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.

Sandy Ng  
Document Specialist

Letter Number: 297A00021474

DEAN, MEAD, SPIELVOGEL, GOLDMAN & BOYD

ATTORNEYS AND COUNSELORS AT LAW

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MELBOURNE, FLORIDA 32940-7947  
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100 RIALTO PLACE, SUITE 510  
P. O. BOX 2228  
MELBOURNE, FLORIDA 32902-2228  
(407) 725-6373  
FAX (407) 725-8477

May 6, 1997

REPLY TO:

Murrell Road

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

Re: Articles of Incorporation of Trucks To Go, Inc.

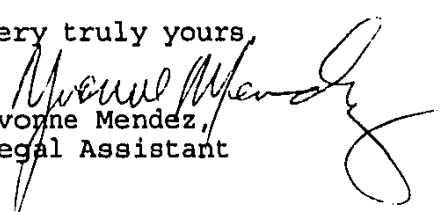
Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Trucks To Go, Inc. along with a copy of your letter dated April 25, 1997 to CSC Networks. Please note that the corporation has selected the name "Trucks To Go, Inc." as its corporate name and said name has been substituted in all appropriate places in the Articles of Incorporation.

Upon filing of the Articles of Incorporation, please forward a copy of the filed Articles of Incorporation to the undersigned at the Murrell Road address above indicated.

Thank you for your assistance in this matter. If you have any questions in this regard, please do not hesitate to contact the undersigned.

Very truly yours,

  
Yvonne Mendez,  
Legal Assistant

/ym  
Enclosure

ARTICLES OF INCORPORATION  
OF  
TRUCKS TO GO, INC.

FILED  
97 MAY -8 PM 4:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be TRUCKS TO GO, INC.

ARTICLE II - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE III - DATE OF EXISTENCE

This Corporation shall exist perpetually commencing on the date of filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at 7805 Ellis Road, West Melbourne, FL 32904. The mailing address of the Corporation shall be 149 Berkeley Street, Satellite Beach, FL 32937.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE

AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 7380 Murrell Road, Suite 100, Melbourne, Florida 32940. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is JOEL E. BOYD. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Nadine H. Wilson	149 Berkeley Street Satellite Beach, FL 32937

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of this Corporation shall be one (1).

B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

C. The name and address of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
Nadine H. Wilson	149 Berkeley Street Satellite Beach, FL 32937

#### ARTICLE IX - STOCK RESTRICTION AGREEMENTS

Agreements among this Corporation's shareholders or between this Corporation and its shareholders may include the following as valid matters of contract: (1) reasonable restrictions upon the transferability or assignment of the shares of stock of this Corporation; (2) obligations, or first refusal rights, to redeem or purchase shares of stock of this Corporation prior to a transfer or assignment of such shares; and (3) the manner in which the shareholders of this Corporation will vote their shares of stock of this Corporation; provided, however, that such agreements shall be made in accordance with the provisions of Sections 607.0731 and 607.0627 of the Florida Statutes. The Board of Directors is specifically authorized to approve agreements between this Corporation and its shareholders made in accordance with the provisions of Sections 607.0731 and 607.0627 of the Florida Statutes. Copies of any stock restriction agreement between this Corporation and its shareholders shall be maintained at the principal office of this Corporation.

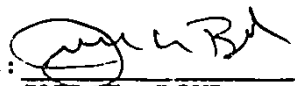
ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Melbourne, Florida, this 1st day of May, 1997.

  
\_\_\_\_\_  
NADINE H. WILSON

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature:   
\_\_\_\_\_  
JOEL E. BOYD

Date: May 1, 1997