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May 6, 1997

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

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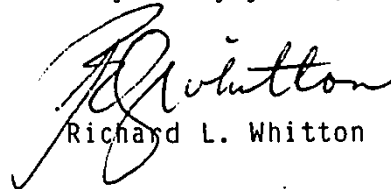
Re: RHS Trucking, Inc.

Dear Sirs:

Enclosed herewith are a check in the amount of \$70.00 and the original of the Articles of Incorporation for RHS Trucking, Inc. to cover the cost of incorporation for that new for-profit corporation in the State of Florida. Also enclosed is a copy of the articles to be file stamped by you and returned to my office along with your customary acceptance and information letter.

If you have any questions regarding this matter do not hesitate to call. Thanking you in advance for your prompt cooperation in this matter.
Kind regards.

Very truly yours,


Richard L. Whitton

RLW/ehm

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97 MAY -8 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
RHS TRUCKING, INC.

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97 MAY -8 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s) of these Articles of Incorporation, each a natural person competent to contract, associate themselves together to form a corporation under the laws of the State of Florida. This corporation is for-profit.

ARTICLE I

NAME: The name of this corporation is RHS Trucking, Inc.

ARTICLE II

CORPORATE PURPOSES: The corporate purposes are to purchase, sell, lease or otherwise demise trucks and other transportation equipment; to transport goods within Florida and across state lines; to purchase, sell, lease, let, demise, and/or subdivide all real or personal property wheresoever situate; to make, purchase or sell materials for the construction of buildings; to erect buildings, to own, manage, operate, lease and sell buildings; to conduct and carry on the business of builders, developers, sub-dividers, subcontractors and contractors, for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of buildings and improvements to real property of any kind or nature

whatsoever and in connection with the division, sub-division, and development of real property, including the location, laying out and construction of roads, avenues, docks, slips, sewers, bridges, wells, walls, seawalls, canals and water and sewer plants, and in general to do and perform all of the foregoing in connection with all classes of buildings, erections and works, both public and private, or integral parts thereof.

To conduct a general brokerage, agency and commission in the purchase, leasing, sale and the management of real estate and improvements for others and negotiation of loans thereon; to purchase and sell for others, personal property, both tangible and intangible, stocks, bonds and notes, to negotiate loans thereon for others; to act as Trustee in Deeds of Trust or Mortgages on real or personal property or any evidence of value to secure the same.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such Mortgages, transfers of corporate property, or other instruments as are necessary to secure the payment of corporate indebtedness.

To purchase the corporate assets of any other corporation, and engage in the same or other character of business.

To loan the monies of the corporation and to take back mortgages as security therefor on both real and personal

property.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capitol stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To act as nominee or agent for the purpose of land acquisition, development, sales and financing.

To act as a general partner in limited partnerships which will engage in activities contemplated by this Article and to perform all services necessary or desirable in connection therewith, and to act as nominee for the purpose of acquiring, financing and transferring real and personal property.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description including specifically airline and travel tickets and vouchers ; except that it is not to conduct a banking, safe deposit, trust, insurance surety, express, railroad, canal, cemetery, professional engineering or surveying company, a building and loan association, mutual fire insurance,

cooperative loan association, fraternal benefit society, state fair or exposition.

ARTICLE III

CAPITOL STOCK: The shares of stock of this corporation shall consist of only one class. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (4000) Shares of common stock having One Dollar (\$1.00) par value.

Pre-emptive rights will be granted to shareholders to purchase pro-rata any additional shares of common stock authorized to be issued hereunder.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business will not be less than \$500.00.

ARTICLE V

TERM OF EXISTENCE: This corporation is to exist perpetually.

ARTICLE VI

ADDRESS: The initial street address of the principal office and mailing address of this corporation in the State of Florida is 4212 97th Ave. East, Parrish, FL 34219. The initial

registered agent shall be RICHARD L. WHITTON and the address of the registered office is 1715 Stickney Point Rd., Ste. A-7, Sarasota, FL 34231. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VII

DIRECTORS: This corporation shall have three (3) Directors initially. The number of Directors may be modified from time to time by By-laws adopted by the stockholders.

ARTICLE VII

INITIAL DIRECTORS: The names and street addresses of the first Board of Directors are:

CARLA M. HOWARD	4212 97th Ave. East, Parrish, FL 34219
MARK J. MORIE	4212 97th Ave. East Parrish, FL 34219
ROBERT S. HOWARD	4212 97th Ave. East, Parrish, FL 34219

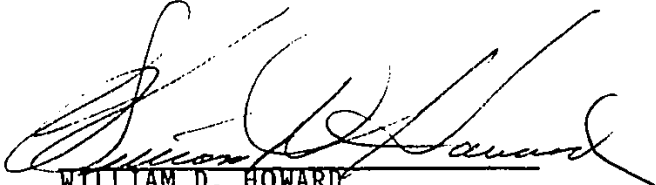
ARTICLE IX

INCORPORATOR: The name and street address of the incorporator to these Articles of Incorporation is WILLIAM D. HOWARD, 4212 97th Ave. East, Parrish, FL 34219.

ARTICLE X

These Articles of Incorporation may be amended by resolution adopted by the Board of Directors, proposed by them to the

stockholders and approved at a Stockholders meeting by a majority of the stock entitled to vote thereon.


WILLIAM D. HOWARD
"INCORPORATOR"


STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County last aforesaid to take acknowledgements, personally appeared:

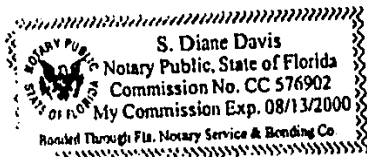
WILLIAM D. HOWARD

to me known to be the person described as Incorporator or who provided F.L.D.L. # 4630924340840 as identification and who executed the foregoing Articles of Incorporation and he acknowledged before me that he subscribed to these Articles of Incorporation for the uses and purposes expressed therein.

WITNESS my hand and official seal in the State and County named above this 6th day of May, 1997.




Notary Public



Diane Davis

Printed notary name

Having been named Registered Agent to accept service of process for the above stated corporation at the registered office designated in the Articles, I hereby accept such designation and agree to serve as Registered Agent.


RICHARD L. WHITTON
Registered Agent

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County last aforesaid to take acknowledgements, personally appeared:


RICHARD L. WHITTON

to me known to be the person described as Registered Agent or who provided _____ as identification in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he subscribed to these Articles of Incorporation for the uses and purposes expressed therein.

WITNESS my hand and official seal in the State and County named above this 6th day of May, 1997.




Notary Public


Printed notary name