

097000042977



ACCOUNT NO. : 072100000032

REFERENCE : 390929 80448A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 14, 1997

ORDER TIME : 11:51 AM

ORDER NO. : 390929-005

CUSTOMER NO: 80448A

CUSTOMER: Marshall H. Barkin, Esq
MARSHALL H. BARKIN, ESQ
PERSONAL ACCOUNT
Suite 710
149-p S. Ridgewood Avenue
Daytona Beach, FL 32114

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-05/14/97--01077--027
*****70.00 *****70.00

DOMESTIC FILING

NAME: PALM TREE LOGISTICS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED
STATE
JUN 15 1997
JF 5/15/97

**ARTICLES OF INCORPORATION
OF
PALM TREE LOGISTICS, INC.**

FILED
SECRETARY OF STATE
CORPORATIONS
97

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

PALM TREE LOGISTICS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

4251 Spruce Creek Road
Bldg 1, Suite I
Port Orange, FL 32124

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is One Hundred (100) shares, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

KEITH STEVENS
4251 Spruce Creek Road
Bldg 1, Suite I
Port Orange, FL 32127

ARTICLE V - MANAGEMENT

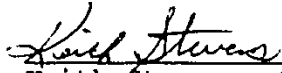
The business of the Corporation shall be managed as stated in its by-laws.

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator is:

KEITH STEVENS
4251 Spruce Creek Road
Bldg 1, Suite I
Port Orange, FL 32127

IN WITNESS WHEREOF, I have hereunto subscribed my name this
1st day of May, 1997.



Keith Stevens, Incorporator

FILED
SECRETARY OF STATE
OFFICE OF REGISTRATIONS

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: **PALM TREE LOGISTICS, INC.**
2. The name and address of the registered agent and office is:

KEITH STEVENS
4251 Spruce Creek Road
Bldg 1, Suite I
Port Orange, FL 32127

Keith Stevens

Keith Stevens, Incorporator

Date: May 1, 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 PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Keith Stevens

Keith Stevens

Date: May 1, 1997