

*Law Office*  
**JAMES C. VOLPI**  
A T T O R N E Y

1801 Australian Avenue South  
Suite 102  
West Palm Beach, FL 33409  
(561) 683-5161

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JUL 22 PM 2:56

May 20, 1997

P970000063373

Florida Department of State  
DIVISION OF CORPORATIONS  
Post Office Box 6327  
Tallahassee, Florida 32314  
CORPORATION

100002191161--2  
-05/27/97--01049-017  
\*\*\*122.50 \*\*\*122.50

RE: **BESS** ~~XXXXXXXXXX~~

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. Please file the original and return the stamped copy to my attention at your earliest convenience. Payment in the amount of \$122.50 representing the filing fees is also enclosed.

Should you have any questions, please call my office at the above number.

Sincerely yours,

  
JAMES C. VOLPI  
JCV:npv

Enclosures

~~XXXXXXXXXX~~

rl  
7-22-97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 29, 1997

JAMES C. VOLPI, ESQ.  
1801 AUSTRALIAN AVE. SOUTH  
SUITE 102  
WEST PALM BEACH, FL 33409

SUBJECT: BESS TRUCKING, INC.  
Ref. Number: W97000012517

We have received your document for BESS TRUCKING, 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) 487-6929.

Randall Purinton  
Document Specialist

Letter Number: 497A00029073

**ARTICLES OF INCORPORATION  
OF  
BESS CORPORATION**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JUL 22 PM 2:56

THE UNDERSIGNED, FOR PURPOSES OF FORMING A CORPORATION UNDER THE  
FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES  
OF INCORPORATION:

**ARTICLE I - NAME**

The name of this corporation is BESS CORPORATION.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of the filing of these  
Articles of Incorporation.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the corporation shall have to issue is 100, all of which  
shall be common shares with no par value.

**ARTICLE V - PREEMPTIVE RIGHTS GRANTED**

Each shareholder of stock of this corporation shall be entitled to full preemptive rights to  
purchase any unissued or treasury shares of the corporation and any securities of the corporation  
convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury  
shares.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 11277 153rd Court,

Jupiter, FL 33478, and the name of the initial registered agent of this corporation at that address is Earl A. Hanniford.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors constituting the initial board of directors. The number of directors may be either increased or decreased from time to time by the By-Laws. The names and addresses of the initial board of directors of this corporation are:

Earl A. Hanniford                      11277 153rd Court, Jupiter, FL 33478

Beverly E. Hanniford                11277 153rd Court, Jupiter, FL 33478

#### ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

Earl A. Hanniford                      11277 153rd Court, Jupiter, FL 33478

#### ARTICLE IX - INDEMNIFICATION

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

#### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of  
Incorporation this 16<sup>th</sup> day of July, 1997.

  
Earl A. Hanniford

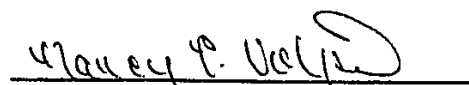
STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me an officer duly authorized in the State  
aforesaid and in the County aforesaid to take acknowledgments, appeared EARL A. HANNIFORD  
to me known to be the person(s) identified herein [personally known by me] or [who produced as  
identification in the form of \_\_\_\_\_] and who executed the foregoing  
instrument and he acknowledged before me that he executed the same and who [did] [did not] take  
an oath.

WITNESS my hand and official seal in the County and State aforesaid this 16<sup>th</sup> day of  
July, 1997.



NANCY P. VOLPI  
MY COMMISSION # CC436055 EXPIRES  
January 30, 1999  
BONDED TITUS TROY FAIR INSURANCE, INC.

  
Notary Public, State of Florida at Large  
My Commission Expires: 1/30/99

Type or Print Notary Name: Nancy P. Volpi

[Notary Seal]

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS


STATE OF FLORIDA  
DEPARTMENT OF STATE

97 JUL 22 PM 2:56

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

BESS CORPORATION, DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS  
OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 11277  
153RD COURT, JUPITER, FL 33478, HAS NAMED EARL A. HANNIFORD AS REGISTERED  
AGENT, LOCATED AT 11277 153RD COURT, JUPITER, FL 33478, AS ITS AGENT TO  
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
Signature of Incorporator

Dated: 7/16/97

ACCEPTANCE

THE UNDERSIGNED, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR  
THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE  
CERTIFICATE, HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES  
TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER  
PERFORMANCE OF MY DUTIES.

  
Signature of Registered Agent

Dated: 7/16/97