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JULY 19, 1997

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

000002244770--0
-07/23/97--01020--018
*****70.00 *****70.00

SUBJECT: SOUTHERN METRO EXPRESS, INC.

PLEASE FIND ENCLOSED ONE COPY OF THE ARTICLES OF INCORPORATION FOR THE ABOVE CORPORATION AND A CHECK IN THE AMOUNT OF \$70.00.

FROM:STEPHEN J. MULHOLLAND
2604 W. KENMORE STREET
TAMPA, FL 33615
813-932-5489

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 23 AM 8:47

RP
7-26-97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL 23 AM 8:47

ARTICLES OF INCORPORATION

ARTICLE ONE - NAME

THE NAME OF THE CORPORATION SHALL BE: SOUTHERN METRO EXPRESS, INC.

ARTICLE TWO - PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE: 2604 W. KENMORE STREET, TAMPA, FL 33614.

ARTICLE THREE - CAPITAL STOCK

THE NUMBER OF SHARES THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 100 WITH A PAR VALUE OF \$1.00 PER SHARE.

ARTICLE FOUR - INITIAL REGISTERED AGENT AND ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS: STEPHEN J. MULHOLLAND, 2604 W. KENMORE STREET, TAMPA, FL 33614.

ARTICLE FIVE - INCORPORATORS

THE NAME(S) AND ADDRESS(ES) OF THE INCORPORATOR(S) TO THESE ARTICLES OF INCORPORATION IS (ARE): STEPHEN J. MULHOLLAND, 2604 W. KENMORE STREET, TAMPA, FL 33614, AND, DARRELL SAENGER, 7108 N. POLLER AVENUE, TAMPA, FL 33614.

THE UNDERSIGNED HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION THIS Sun.
20th DAY OF July, 1997.

SIGNATURE: Stephen J. Mulholland
STEPHEN J. MULHOLLAND

SIGNATURE: Darrell Saenger
DARREL SAENGER

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: SOUTHERN METRO EXPRESS, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:
STEPHEN J. MULHOLLAND, 2604 W. KENMORE STREET, TAMPA, FL 33614.

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.

SIGNATURE: _____

STEPHEN J. MULHOLLAND

DATE: 07-20-97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
97 JUL 23 AM 8:48