

73537
POWELL, POWELL & POWELL
ATTORNEYS AT LAW
ESTABLISHED 1951

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BARNETT BANK BUILDING
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GILLIS E. POWELL, SR.
GILLIS E. POWELL, JR.
AVA SUSAN POWELL
DIXIE DAN POWELL
LACEY POWELL CLARK

IN REPLY ADDRESS FIRM AT

Crestview

August 22, 1997

*TEXAS BAR ALSO

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

200002275822--9
-08/25/97--01056--001
****122.50 ****122.50

Re: Powell Transportation, Inc.
Articles of Incorporation

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation and Acceptance as Registered Agent for the above named corporation.

Please process this corporation accordingly and return a certified copy in the enclosed self-addressed stamped envelope. Our check in the amount of \$122.50 is also enclosed for the cost of filing.

Thank you for your cooperation and with kind personal regards,
I am

Very truly yours,

Gillis E. Powell
GILLIS E. POWELL, SR.

GEPsr/lp
Enclosures

AUG 25

BSB

97 AUG 25 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
POWELL TRANSPORTATION, INC.

FILED

97 AUG 25 PM 2:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I.

Name

The name of this corporation is POWELL TRANSPORTATION, INC.

ARTICLE II.

Nature of The Business

The purpose or purposes for which this corporation is organized is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

Capital

The amount of capital stock authorized by the corporation shall be Five Thousand (5,000) shares of common stock with no par value per share. Such shares of stock without par value may be issued for such consideration as may be determined from time to time by the Board of Directors.

ARTICLE IV.

Initial Capital

The amount of capital with which this corporation shall begin business shall not be less than Ten Thousand Dollars (\$10,000.00).

ARTICLE V.

Term of Existence

The corporation is to exist perpetually.

ARTICLE VI.

Address

The initial address of the principal office of this corporation in the State of Florida is 422 North Main Street, Crestview, Florida 32536 and the Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII.

Registered Agent

As required under the provisions of Chapter 607.0501 of Florida Statutes the registered agent of this corporation shall be GILLIS E. POWELL, SR., whose address is 422 North Main Street, Crestview, Florida 32536, and the registered office is the same.

ARTICLE VIII.

Directors

This corporation shall have three (4) directors initially. A director does not have to be a stockholder. The number of directors may be increased or decreased from time to time by the By-Laws adopted by the stockholders.

ARTICLE IX.

Initial Directors and Officers

The names and addresses of the initial directors and officers are as follows:

Dixie D. Powell President and Director
422 North Main Street
Crestview, Florida 32536

Gillis E. Powell, Jr. Vice-President and Director
422 North Main Street
Crestview, Florida 32536

Avis M. Powell Vice-President and Director
422 North Main Street
Crestview, Florida 32536

Gillis E. Powell, Sr. Secretary/Treasury and Director
422 North Main Street
Crestview, Florida 32536

ARTICLE X.

The name and address of the incorporator of these Articles of
Incorporation is as follows:

Gillis E. Powell, Sr.
422 North Main Street
Crestview, Florida 32536

ARTICLE XI.

Maximum Indebtedness

The highest indebtedness that this corporation shall incur at
any one time is unlimited.

ARTICLE XII.

Amendments

These Articles of Incorporation may be amended in the manner
provided by law. Every amendment shall be approved by the Board of
Directors, proposed by them to the stockholders and approved at
stockholders' meetings by a majority of the stockholders entitled
to vote thereon.

DATED this the 21ST day of AUGUST, 1997.

Gillis E. Powell, Sr.
GILLIS E. POWELL, SR.

ACCEPTANCE AS REGISTERED AGENT

The undersigned hereby accepts to serve in the capacity as Registered Agent for POWELL TRANSPORTATION, INC. at the place designated in the above Articles of Incorporation and agrees to comply with the duties as such Registered Agent as provided in Section 607.0501, Florida Statutes, including maintenance of a registered office and hours provided in keeping said office as provided in Section 48.091, Florida Statutes, and to comply with any other provisions applicable with Florida Law in serving in such capacity.

DATED this the 21 day of AUGUST, 1997.

Gillis E. Powell, Sr.
GILLIS E. POWELL, SR.

FILED
25 AUG 25 PM 2:16
STATE
FLORIDA