

997000077263

15217
CARTREK
18488 U.S. Hwy 301
DADE CITY, FL 33523

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Cartrek, Inc.
(Corporation Name) (Document #) 500002285455--3
-09/05/97--01051--001
***122.50 ***122.50
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #) **EFFECTIVE DATE**
9-1-97
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____
☐ Mail out ☐ Will wait ☐ Photocopy

- ☐ Certified Copy
☐ Certificate of State

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SEP 8

FILED
97 SEP -5 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BSB

ARTICLES OF INCORPORATION
OF
CARTREK, INC.

FILED

97 SEP -5 AM 9:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, HEREBY ORGANIZE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE SAID STATE OF FLORIDA, PROVIDING FOR THE FORMATION, RIGHTS, PRIVILEGES, IMMUNITIES AND LIABILITIES OF CORPORATIONS FOR PROFIT:

EFFECTIVE DATE
9-1-97

ARTICLE I-NAME AND PRINCIPAL OFFICE

THE NAME OF THE CORPORATION SHALL BE:

CARTREK, INC.

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THE CORPORATION SHALL BE:

15217 U.S. HIGHWAY 301
DADE CITY, FL. 33523

ARTICLE II-DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY, COMMENCING ON SEPTEMBER 1, 1997 AND ACKNOWLEDGEMENT OF THESE ARTICLES.

ARTICLE III-PURPOSE

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA'S GENERAL CORPORATION ACT.

ARTICLE IV -CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 7,000 SHARES OF \$1.00 PAR VALUE STOCK, WHICH SHOULD BE DESIGNATED "COMMON SHARES".

ARTICLE V-CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION WILL BEGIN
SHALL BE \$100.00

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS
CORPORATION IS:

7385 IDLEWOOD DRIVE
WEBSTER, FL. 33597

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS
CORPORATION AT THAT ADDRESS IS:

KAY C. KOZLOWSKI

ARTICLE VII

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE
NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM
TIME TO TIME BY A MAJORITY VOTE OF THE STOCKHOLDERS, BUT IT
SHALL NEVER BE LESS THAN ONE.

ARTICLE VIII

THE NAMES AND STREET ADDRESSES OF THE MEMBERS OF THE FIRST
BOARD OF DIRECTORS ARE AS FOLLOWS:

KAY C. KOZLOWSKI, SEC/TR.
7385 IDLEWOOD DRIVE
WEBSTER, FL. 33597

DANIEL R. KOZLOWSKI, PRES.
7385 IDLEWOOD DRIVE
WEBSTER, FL. 33597

ARTICLE IX-INCORPORATORS

THE NAMES AND ADDRESSES OF THE INITIAL SUBSCRIBERS SIGNING THESE ARTICLES ARE AS FOLLOWS:

KAY C. KOZLOWSKI
7385 IDLEWOOD DRIVE
WEBSTER, FL. 33597

DANIEL R. KOZLOWSKI
7385 IDLEWOOD DRIVE
WEBSTER, FL. 33597

ARTICLE X-AMENDMENT

THE CORPORATION RESERVES THE RIGHT TO AMEND, ADDEND, OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, ANY RIGHT CONFERRED UPON THE SHAREHOLDER IS SUBJECT TO THIS RESERVATION.

ARTICLE XI-BY-LAWS

THE POWER TO ADOPT, ADDEND, AMEND, OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

ARTICLE XII-ADOPTION OF BY-LAWS

A SPECIAL MEETING OF THE SUSCRIBERS OF THEIR ASSIGNS SHALL BE HELD, UPON THE CALL OF THE PRESIDENT, FOR THE PURPOSE OF COMPLETING THE ORGANIZATION OF THE CORPORATION AND THE ADOPTION OF THE BY-LAWS AND THE TRANSACTION OF SUCH OTHER BUSINESS AS MAY COME BEFORE THE MEETING.

ARTICLE XIII-TERMS OF ISSUING STOCK

STOCK TO BE ISSUED PURSUANT TO THESE ARTICLES OF INCORPORATION SHALL BE ISSUED UNDER THE TERMS, PROVISIONS AND CONDITIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE.

ARTICLE XIV-RESTRICTIONS OF STOCK

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS IN THE AMOUNTS SET OPPOSITE THEIR NAMES:

KAY C. KOZLOWSKI

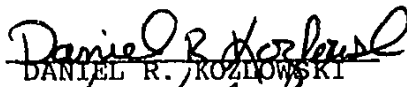

100

DANIEL R. KOZLOWSKI

100

SHARES HELD BY THE INITIAL SHAREHOLDERS LISTED ABOVE MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN WHICH, SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL OF THE SHAREHOLDERS AND THIS CORPORATION.

IN WITNESS WHEREOF, I/WE HAVE HEREUNTO SUBSCRIBED MY/OUR NAME AND AFFIX OUR SEAL TO THESE ARTICLES OF INCORPORATION, ON THIS DAY OF , .


DANIEL R. KOZLOWSKI

KAY C. KOZLOWSKI

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

PURSUANT TO CHAPTER 48.091, FLORIDA STATUTES, THE FORM WITHIN IS SUBMITTED:

CARTREK, INC.

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION AT 15217 U.S. HIGHWAY 301, COUNTY OF PASCO, STATE OF FLORIDA, HAS ACCEPTED KAY C. KOZLOWSKI AT THAT ADDRESS, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT: HAVING BEEN NAMED TO ACCEPT SERVICE FOR PROCESS FOR THE ABOVE NAMED STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH ~~THE~~ THE PROVISIONS OF THE SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

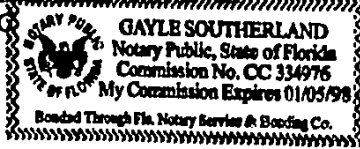

KAY C. KOZLOWSKI

FILED
97 SEP -5 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME PERSONALLY APPEARED Daniel E Kay C. Kozlowski
TO ME WELL KNOWN AND KNOWN TO ME TO BE THE PERSON(S)
DESCRIBED IN AND WHO EXECUTED THE FOREGOING INSTRUMENT, AND
ACKNOWLEDGED TO AND BEFORE ME THAT HE/SHE EXECUTED SAID
INSTRUMENT FOR THE PURPOSES THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL, THIS 19th DAY OF
August 1997.

Gayle Southerland
NOTARY PUBLIC, STATE OF FLORIDA
Gayle Southerland
PRINT, TYPE OR STAMP NAME OF
NOTARY PUBLIC


PERSONALLY KNOWN X

OR

TYPE OF IDENTIFICATION PRODUCED _____