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LAW OFFICE

Myers & Hopson

Lewis O. Myers (1921-1996)
Todd A. Hopson

403 N.E. 2nd Street
Ocala, Florida 34470

(352) 629-6616

September 3, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-09/05/97--01059--003
*****78.75 *****78.75

Re: A & E TRUCKING, INC.


Dear Sir or Madam:

Enclosed herewith for filing please find an original and one copy of the Articles of Incorporation with regard to the above corporation.

Also enclosed is my check in the amount of \$78.75, payable to the Department of State, representing \$35.00 filing fee, \$35.00 registered agent fee, and \$8.75 for a certificate under seal for the Articles of Incorporation.

Thank you for your assistance and cooperation in this matter. Should you have any comments or questions, please feel free to contact me.

Sincerely,



Todd A. Hopson

TAH/rv
Enclosures

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

97 SEP -5 PM 2:23

FILED

Todd Hopson GAVE
AUTHORIZATION BY PHONE TO
CORRECT *9/8/97*
DATE *9/8/97*
DOC. EXAM *T.M.*

T.M. - 9/8/97

ARTICLES OF INCORPORATION

OF

A & E TRUCKING, INC.

FILED
97 SEP -5 PM 2:23
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned incorporator desiring to form a FOR PROFIT corporation, in accordance with Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation shall be A & E TRUCKING, INC.

ARTICLE TWO

REGISTERED OFFICE AND AGENT

The location and mailing address of the Corporation's initial registered office in Florida is: 13 Spring Lake Way
Ocala, FL 34474

The corporation's principal office and mailing address is:

13 SPRING LAKE WAY
OCALA, FLORIDA 34474

ARTICLE THREE

PURPOSE

The purpose for which the Corporation is organized shall be to any activity or business permitted under the laws of the United States, of the State of Florida, and of any other lawful jurisdiction. The Business shall engage in the transportation and delivery of lawful cargo, products, merchandise, materials, equipment, supplies, objects and/or other articles to and from interstate and intrastate destinations. A & E shall acquire, hold and possess real and personal property, either by purchase, lease or gift, to be used and employed for the purposes and objectives of

said corporate body, to mortgage and sell property, to contract for the transportation of cargo, and for the lease of its assets and equipment for the purposes as set forth herein, and for all other matters deemed advisable, to promote and extend the functions and activities of the said corporate body.

ARTICLE FOUR

DIRECTORS & ELECTION OF DIRECTORS

The business affairs of this corporation shall be managed by its DIRECTORS, who shall be the Board of Directors, with the initial number of Director's to be two (2), which may be increased from time to time by By-laws adopted by the stockholders, but such Board of Directors shall never be fewer than Two (2). The names and addresses of the members of the first Board of Directors are:

NAME	ADDRESS
ALTON DOUGLAS PERRYMAN, JR.	13 SPRING LAKE WAY OCALA, FLORIDA 34474
ELIZABETH ANN PERRYMAN	13 SPRING LAKE WAY OCALA, FLORIDA 34474

The initial Board of Directors shall act in an interim capacity, for a period of not more than ninety (90) days. Thereafter, the Board of Directors shall be elected from and by the membership of the corporation. The President of the Corporation shall serve as Chairman of the Board of Directors. A Vice-President, Secretary and Treasurer shall be elected from the membership of the Board of Directors. All elections shall be conducted pursuant to the By-laws of the Corporation. All legal instruments of the corporation shall be signed by the President of

the Corporation, or if is unavailable, by the Vice-President, sealed with the corporate seal, and attested by the Secretary; or in such other manner as may be authorized by law. All elections of membership on said Board of Directors shall be by majority vote of the members of said corporation present at any business meeting of the corporation.

ARTICLE FIVE

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE SIX

REGISTERED AGENT

The name and street address of the corporation's initial registered office and the name of its initial registered agent at this office is:

NAME	ADDRESS
ALTON DOUGLAS PERRYMAN, JR.	13 SPRING LAKE WAY OCALA, FLORIDA 34474

ARTICLE SEVEN

AMENDMENT OF ARTICLES

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 20 day of August, 1997.


ALTON DOUGLAS PERRYMAN, JR.

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 20
day of August, 1997, by ALTON DOUGLAS PERRYMAN, JR., who is
personally known to me or who has produced
Florida Driver's License as identification and who did
take an oath.

Print: Nell P. Hammond

Signature: Nell P. Hammond
Notary Public
State of Florida At Large
Commission Expires: _____

[Seal]



NELL P. HAMMOND
MY COMMISSION # CC374468 EXPIRES
May 23, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

THE CORPORATION IS AUTHORIZED TO HAVE 1,000 SHARES OF STOCK.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AN AGENT UPON WHOM PROCESS
MAY BE SERVED, AND ACCEPTANCE BY REGISTERED AGENT.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That A & E TRUCKING, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the city of OCALA, County of Marion and State of Florida has named ALTON DOUGLAS PERRYMAN, JR. as its agent to accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


ALTON DOUGLAS PERRYMAN, JR.
REGISTERED AGENT

August 21 1997
DATE

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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FILED