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(SAMPLE LETTER OF TRANSMITTAL)

FILED

Date
20 Nov 97

97 NOV 24 AM 10:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Re: IRON HORSE SALVAGE CORP., Inc.
(name of corporation)

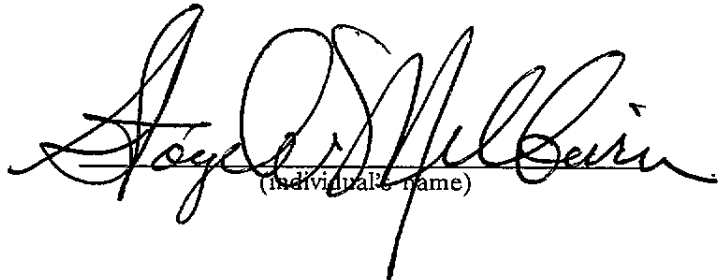
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***122.50 ***122.50

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


(individual's name)

IRON HORSE SALVAGE CORP.
(name of corporation)

MAILING ADDRESS OF CORPORATION

4900 4 th ST. UNIT F		
PAVANA CITY, FL. 32404		
PHONE		
(850)	874-9124	
Area Code	Number	Ext.

P. Hall
NOV 26 1997

ARTICLES OF INCORPORATION

of

IRON HORSE SALVAGE CORP.

(name of corporation)

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The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

IRON HORSE SALVAGE CORP.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares () of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>IRON HORSE SALVAGE CORP.</u>		
ADDRESS	<u>4900-FOURTH STREET UNIT F</u>		
CITY	<u>PANAMA CITY</u>	FLORIDA <u>FL</u>	ZIP <u>32409</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>STOYE W. MILBURN</u>		
ADDRESS	<u>4900 - FOURTH STREET UNIT F</u>		
CITY	<u>PANAMA CITY</u>	FLORIDA <u>FL</u>	ZIP <u>32409</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have () directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>STOYE W. MILBURN</u>		
ADDRESS	<u>4900 - 4th ST. UNIT F</u>		
CITY	<u>PANAMA CITY</u>	STATE <u>FL</u>	ZIP <u>32409</u>
NAME	<u>JOHN VINING</u>		
ADDRESS	<u>1800- E. BUS. 98</u>		
CITY	<u>PANAMA CITY</u>	STATE <u>FL</u>	ZIP <u>32401</u>
NAME	<u>NADINE VINING</u>		
ADDRESS	<u>1800- E. BUS. 98</u>		
CITY	<u>PANAMA CITY</u>	STATE <u>FL</u>	ZIP <u>32401</u>

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	JACK H. SCHOLDER		
ADDRESS	P.O. BOX 10440		
CITY	PANAMA CITY	STATE	FL ZIP 32404
NAME	TOWNE MAKELA		
ADDRESS	4900- 4th ST. UNIT E -		
CITY	PANAMA CITY	STATE	FL ZIP 32404
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 20 day of NOVEMBER, 19 97.

Stacy Milburn (Seal)
J. H. Scholder (Seal)
Towne Makela (Seal)

STATE OF FLORIDA)

COUNTY OF BAY) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Stacy Milburn Signature FLDL# M416-799-35-230-0 Form of Identification
J. H. Scholder Signature FLDL # 5436-428-32-335-0 Form of Identification
Towne Makela Signature FLDL# M240-805-33-126-0 Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that I executed these Articles of Incorporation, that I relied upon the form 1 of identification of the above named persons as indicated opposite each name, and that an oath (was)(was not) taken.

NOTARY RUBBER STAMP SEAL



SUSAN M. GELTZ
 My Comm Exp. 12/20/98
 Bonded By Service 100
 No. CC427790
 [Personality Known] [Other 1.2]

Witness my hand and official seal in the County and State last aforesaid this 20th day of NOVEMBER, 19 97.

Susan M. Geltz Notary Signature
SUSAN M. GELTZ Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IRON HORSE SALVAGE CORP.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 4900- 4th ST., UNIT F

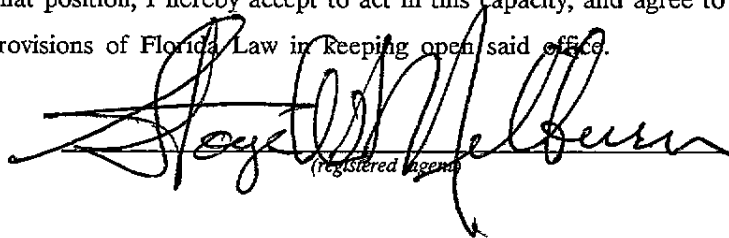
PANAMA CITY, FL 32404

has named STOYE W. MILBURN

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(Registered Agent)