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LAW OFFICES
O. C. BEAKES
SMITH-BEAKES BUILDING
836 RIVERSIDE AVENUE
JACKSONVILLE, FLORIDA 32204
TELEPHONE (904) 354-1590

January 20, 1998

LINDNER SMITH, JR.
OF COUNSEL

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

400002410414--9
-01/23/98--01083--001
*****70.00 *****70.00

Re: White Line Logistics, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for White Line Logistics, Inc. and check for \$70.00 to cover the filing fee and cost of the Certification of Registered Agent.

Please return a stamped copy of the Articles of Incorporation to this address in the enclosed, stamped self-addressed envelope.

Very truly yours,


O. C. Beakes

OCB/sh

Encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 AM 8:33

WS 1/26

ARTICLES OF INCORPORATION

OF

WHITE LINE LOGISTICS, INC.

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

WHITE LINE LOGISTICS, INC.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

9800 Normandy Boulevard
Jacksonville, FL 32221

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

\$7500 \$1 Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Audrey Quackenbush
9800 Normandy Boulevard
Jacksonville, FL 32221

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: White Line Logistics, Inc.

2. The name and address of the registered agent and office is:

Audrey Quackenbush
(NAME)

9800 Normandy Boulevard
(P.O. BOX NOT ACCEPTABLE)

Jacksonville, FL 32221
(CITY/STATE/ZIP)


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SIGNATURE 
(corporate officer)

TITLE President / Treasurer

DATE _____

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 
Audrey Quackenbush

DATE _____

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Audrey Quackenbush
9800 Normandy Boulevard
Jacksonville, FL 32221

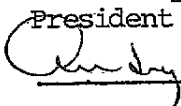
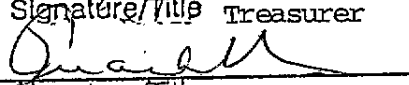
ARTICLE VI - INITIAL DIRECTOR AND OFFICER

The name and street address of the initial director and officer of this corporation are:

Audrey Quackenbush⁴⁹
President and Treasurer
9800 Normandy Boulevard
Jacksonville, FL 32221

The undersigned has(have) executed these Articles of Incorporation this

21st day of January, 19 98.

Audrey Quackenbush
President Signature/Title Treasurer
 
Signature/Title

Signature/Title