



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 697090 8432A

AUTHORIZATION :

Patricia P. Pitt

COST LIMIT : \$ 70.00

ORDER DATE : February 6, 1998

ORDER TIME : 10:57 AM

ORDER NO. : 697090-005

CUSTOMER NO: 8432A

CUSTOMER: Robert White, Jr., Esq
SOBERING, WHITE & LUCZAK, P.A.

000002423860--2

Suite 1000
201 South Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: ATA EXPRESS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris

EXAMINER'S INITIALS:

FILED OF STATES
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 FEB -6 PM 2:01

RECEIVED
98 FEB -6 PM 12:26
DIVISION OF CORPORATIONS

2-6-98
23

**ARTICLES OF INCORPORATION
OF
ATA EXPRESS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -6 PM 2:08

The undersigned hereby makes and subscribes these Articles of Incorporation intending to form a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is ATA EXPRESS, INC.

ARTICLE II - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by Chapter 607, Florida Statutes, as presently in effect and as it may be amended from time to time in the future.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue five hundred (500) shares of common stock, each share having a par value of \$1.00.

ARTICLE IV - DURATION

The corporation is to have perpetual existence, beginning in accordance with law.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 397-B Herndon Avenue, Orlando, Florida, 32803, and the name of the initial registered agent is Scott L. Williams.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation is 397-B Herndon Avenue, Orlando, Florida, 32803.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have five directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one.

The initial directors of this corporation shall be:

James R. Williams
397-B Herndon Avenue
Orlando, FL 32803

Scott L. Williams
397-B Herndon Avenue
Orlando, FL 32803

Robert K. Williams
397-B Herndon Avenue
Orlando, FL 32803

William Leonard
397-B Herndon Avenue
Orlando, FL 32803

Jeff Williams
397-B Herndon Avenue
Orlando, FL 32803

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

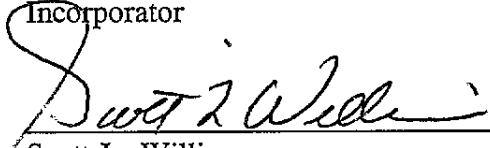
ARTICLE XI - INCORPORATOR

The name and address of the person signing these articles is:

Scott L. Williams
397-B Herndon Avenue
Orlando, FL 32803

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of February, 1998.

Incorporator



Scott L. Williams

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 5th day of February, 1998, by Scott L. Williams, who is personally known to me or who has produced _____ as identification and who did not take an oath.



Name: _____

(Print)

NOTARY PUBLIC
State of Florida

My Commission Expires:

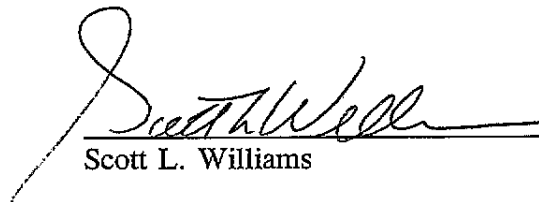


Cheryl L. Tauscher
MY COMMISSION # CC607516 EXPIRES
December 30, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

DESIGNATION OF REGISTERED AGENT

Pursuant to Chapter 48.0501, Florida Statutes, the following is submitted in compliance with said Act:

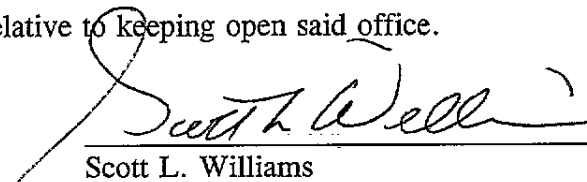
That ATA EXPRESS, INC., a corporation being organized to exist under the laws of the State of Florida with its registered office located at 397-B Herndon Avenue, Orlando, Florida, 32803, has named Scott L. Williams, located at that address as its agent to accept service of process within the State.



Scott L. Williams

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-entitled corporation at the registered office designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



Scott L. Williams

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98 FEB -6 PM 2:08