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LAW OFFICE OF  
**Russell A. Meade, Esquire**  
ATTORNEY AND COUNSELOR AT LAW  
256 Miami Avenue West • Venice, Florida 34285  
Telephone: (941) 485-9653 • Fax: (941) 483-3749

March 10, 1998

000002455680--7  
-03/12/97-98993-005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

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-03/12/98-01093-005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation of EAGLE TRANSPORT OF SOUTHWEST FLORIDA,  
INC.

Dear Sir:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for this  
proposed corporation.

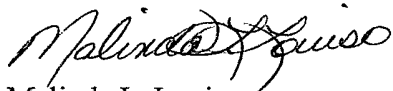
Will you kindly endorse your seal of approval of the Certificate of Incorporation, certify,  
and return the copy to us at your earliest convenience.

A check in the amount of \$70.00 is enclosed for the filing fees.

Thank you for your attention to this matter.

Very truly yours,

LAW OFFICE OF RUSSELL A. MEADE

  
Malinda L. Louiso  
Secretary

Enclosures

**FILED**  
98 MAR 12 AM 8:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK MAR 13 1998

FILED  
98 MAR 12 AM 8:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

EAGLE TRANSPORT OF SOUTHWEST FLORIDA, INC.

\* \* \* \* \*

ARTICLE I -- NAME

The name of this corporation is: EAGLE TRANSPORT OF  
SOUTHWEST FLORIDA, INC.

ARTICLE II -- DURATION

This corporation shall exist perpetually.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of any and all  
lawful businesses for which corporations may be incorporated  
under the Florida General Corporation Act.

ARTICLE IV -- POWERS

This corporation shall have all of the corporate powers  
enumerated in the Florida General Corporation Act.

ARTICLE V -- CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of  
common stock having a par value of one (1) dollar per share.

ARTICLE VI -- PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase his pro-  
rata share of any new stock of this corporation of the same kind,  
class or series as that which he already holds at the price at  
which it is offered to all other shareholders.

ARTICLE VII -- INITIAL OFFICE AND RESIDENT AGENT

The street address of the initial registered office of this corporation is: 3180 LOBELIA ROAD, VENICE, Florida 34293, and the name of the initial registered agent of this corporation at that address is: JAY HUBBARD.

ARTICLE VIII -- MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the direction, of the shareholders of this corporation, the act of stockholders representing majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE IX -- INCORPORATOR

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

JAY HUBBARD  
EAGLE TRANSPORT OF SOUTHWEST FLORIDA, INC.  
3180 LOBELIA ROAD  
VENICE, FLORIDA 34293

ARTICLE X -- BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

ARTICLE XI -- INDEMNIFICATION

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

ARTICLE XII -- AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, and any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 19th day of February, 1998.

  
\_\_\_\_\_  
INCORPORATOR

STATE OF FLORIDA

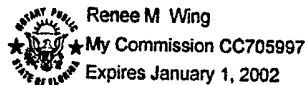
COUNTY OF SARASOTA

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared JAY HUBBARD, known to me and known by me to be the person signing these Articles of Incorporation, or has produced Florida License H163-421-53-254-0 as identification, and he acknowledged before me that he executed these Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 19th day of February, 1998.

Renee M. Wing  
NOTARY PUBLIC

My Commission Expires:

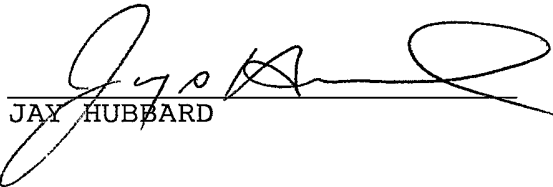


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

EAGLE TRANSPORT OF SOUTHWEST FLORIDA, INC.

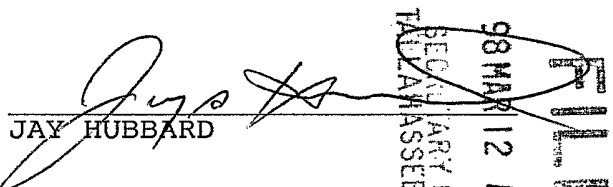
Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That, EAGLE TRANSPORT OF SOUTHWEST FLORIDA, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of Venice, County of Sarasota, State of Florida, has named Jay Hubbard, 3180 LOBELIA ROAD, VENICE, FLORIDA, County of SARASOTA, State of FLORIDA, as its agent to accept service of process within the State of Florida.

  
JAY HUBBARD

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation at the place designated in this Certificate, I hereby accept such appointment and agree to act in this capacity, and agree to comply with the provisions of law relating to keeping said office open.

  
JAY HUBBARD

FILED  
98 MAY 12 AM 8:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA