

P98000025175



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April 15, 1998

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

100002494201--2  
-04/20/98--01122--006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: AMENDED ARTICLES OF INCORPORATION OF GAIL'S TRUCKING, INC.

Dear Sir/Madam:

Please find enclosed an original and one (1) copy of the amended articles of incorporation for the above referenced corporation. We have also enclosed check number 1613 in the amount of \$35.00 for the filing fee.

If there are any questions or concerns please contact our office at the letterhead address or telephone number.

Sincerely,

*Charlie J. Gillette, Jr.*  
CHARLIE J. GILLETTE, JR.

CJGJR/elj

Enclosures

FILED  
98 JUN 26 AM 9:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUN 29 1998

JUN 28 1998



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June 23, 1998

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

**RE: GAIL HARRIS TRUCKING, INC.**  
**Ref #:: P98000025175**

Dear Ms. Lewis:

Please find enclosed an original and one (1) copy of the amended articles of incorporation for the above referenced corporation. We have also enclosed a copy of letter # 698A00022102. This office previously tendered the filing fee.

If there are any questions or concerns please contact our office at the letterhead address or telephone number.

Sincerely,

  
CHARLIE J. GILLETTE, JR.

CJGJR/bw

Enclosures

RECEIVED  
93 JUN 26 AM 11:17  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 23, 1998

CHARLIE J. GILLETTE, JR., ESQ.  
603 NORTH MARKET STREET  
JACKSONVILLE, FL 32202

SUBJECT: GAIL'S TRUCKING INC  
Ref. Number: P98000025175

We have received your document for GAIL'S TRUCKING INC and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The amendment must be adopted in one of the following manners:

**(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.**

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

**(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.**

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 698A00022102

**AMENDED ARTICLES OF INCORPORATION**

**OF**

**GAIL'S TRUCKING, INC.**

The undersigned, desiring to form a corporation for profit under the laws of the State of Florida, hereby adopts the following Amended Articles of Incorporation. The number of votes cast for the amendment by the shareholders was sufficient for approval of these Amended Articles of Incorporation:

FILED  
98 JUN 26 AM 9:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I: NAME**

The name of the corporation is Gail's Trucking, Inc.

**ARTICLE II: PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business including commercial trucking.

**ARTICLE III: PRINCIPAL OFFICE**

The street address of the principal office is 311 East 5<sup>th</sup> Street, Jacksonville, Florida 32206. The mailing address of Gail's Trucking, Inc., is P.O. Box 47832, Jacksonville, Florida 32247.

**ARTICLE IV: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 311 East 5<sup>th</sup> Street, Jacksonville, Florida 32206, and the name of the initial registered agent of this corporation at the address is Gail Harris.

**ARTICLE V: DURATION**

This corporation shall exist perpetually.

**ARTICLE VI: CAPITAL STOCK**

(a) Authorized Shares. This corporation is authorized to issue five hundred shares of stock all of which will be of the same class. The par value shall be \$1.00 per share. Initially, the corporation shall issue 375 shares to Gail Harris and 125 shares to Frank McKinney. From time to time, the number of shares authorized to be issued may be increased by by-laws adopted by the shareholders.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Capital Stock. The capital of the corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value, plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(d) Voting. Each share of common stock shall have equal and full voting powers and rights, and the holders of record thereof shall be entitled to one vote for each share so held. At all meetings of shareholders a majority in number of shares entitled to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.

(e) Corporate Liquidation and Dissolution. In the event of voluntary liquidation, dissolution or winding up of the corporation, the holders of record of the common stock shall be entitled to receive distribution, ratable, of the remaining assets of the corporation.

(f) Cumulative Voting. Cumulative voting shall not be permitted.

(g) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as allowed by law.

(i) Transferability. The transferability of all issued and outstanding stock shall be governed by the attached Shareholder Agreement.

#### ARTICLE VII: DIRECTORS

(a) Number. The corporation shall have two (2) directors initially. The number of directors may be increased from time to time by bylaws adopted by the shareholders.

(b) Initial Board of Directors. The name and address of the directors, until the first annual meeting of the shareholders, is as follows:

1. Gail Harris P.O. Box 47832  
Jacksonville, Florida 32247
2. Frank McKinney P.O. Box 7732  
Tampa, Florida 33673

(c) Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent



Prepared by:  
Charlie J. Gillette, Jr., P.A.  
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