

P98000029195

January 8, 1998

C.D. SMITH, Inc.
357 Goldstone Ct.
Lake Mary, FL 32746

Bureau of Corporation Records
Charter Division
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

900002397879--5
-01/13/98--01015--009
*****70.00 *****70.00

RE: Corporate charter
C.D. SMITH, Inc.

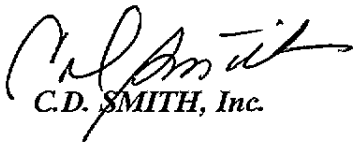
EFFECTIVE DATE
3.26.98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 27 PM 4:19

The enclosed check is for:

filing fee	\$35.00
registered agent	<u>\$35.00</u>
TOTAL	<u>\$70.00</u>

Please return all documents to the above address.
Thank you.


C.D. SMITH, Inc.

Enclosure

ncyd
1/13

bt
3/30

W98-944

*C.D. Smith Trucking, Inc.
357 Goldstone Ct.
Lake Mary, FL 32746
(407) 323-2777*

March 26, 1998

Ms. Sharon Tala
Bureau of Corporation Records
Charter Division
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Corporate Charter for
C.D. Smith Trucking, Inc.

Dear Ms. Tala,

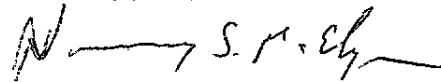
Per my conversation with Curtis Smith in regard to the above referenced corporation, he stated that you have the check we submitted for C.D. Smith, Inc. and that the name C.D. Smith, Inc. was unavailable.

Mr. Smith cannot find the letter he received stating this information, but he spoke with you by telephone and you said to send the corporation with the new name directly to your attention.

Enclosed is the newly named corporation papers.

If you have any questions or comments, please do not hesitate to contact Mr. Smith at any time.

Sincerely yours,

A handwritten signature in dark ink, appearing to read "Nancy S. McElyea", with a stylized flourish at the end.

Nancy S. McElyea

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 14, 1998

C.D. SMITH
357 GOLDSTONE CT.
LAKE MARY, FL 32746

SUBJECT: C.D. SMITH, INC.
Ref. Number: W98000000944

We have received your document for C.D. SMITH, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 898A00002141

**ARTICLES OF INCORPORATION
OF
C.D. SMITH TRUCKING, INC.**

FILED STATE
SECRETARY OF CORPORATIONS
98 MAR 27 PM 4:19

The undersigned, for the purposes of forming a corporation under the Florida general Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE ONE
NAME**

EFFECTIVE DATE

3.26.98

The name of the corporation is *C.D. Smith Trucking, Inc.*

**ARTICLE TWO
DURATION**

This corporation shall commence existence as of the date of execution of these articles. The term of existence shall be perpetual.

**ARTICLE THREE
PURPOSE**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is 1,000 shares, all of which shall be common shares with par value of \$ 1.00 per share.

**ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase his pro rata share of any unissued or treasury shares of the corporation of the same kind, class or series as that which he already holds, and securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares at the price at which it is offered to others (without the issuance of fractional shares)

**ARTICLE SIX
RESTRICTION OF TRANSFER OF STOCK**

Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholder(s) or to this corporation. The price and terms at which, and the time within which such shares may be offered and resold shall be determined by an affirmative vote of 3/4 of the outstanding shares of this corporation.

**ARTICLE SEVEN
REGISTERED OFFICE**

The address of the initial registered office of the corporation is *357 Goldstone Ct., Lake Mary, FL 32746* and the name of the initial registered agent at such address is *Curtis D. Smith*.

**ARTICLE EIGHT
INITIAL STOCK SUBSCRIPTIONS**

The initial subscriber to the shares of the stock of this corporation and the number of shares to which he has subscribed are as follows;

<i>Curtis D. Smith</i>	<i>500</i>
<i>Victoria Torman</i>	<i>500</i>

**ARTICLE NINE
MANAGEMENT**

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors or officers.

**ARTICLE TEN
INCORPORATION**

The names and addresses of the incorporators are:

*Curtis D. Smith
357 Goldstone Ct.
Lake Mary, FL 32746*

*Victoria Torman
357 Goldstone Ct.
Lake Mary, FL 32746*

**ARTICLE ELEVEN
AMENDMENTS**

The corporation deserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto but only by the vote of at least 3/4 of the shareholders.

**ARTICLE TWELVE
PRINCIPLE OFFICE ADDRESS**

The mailing address for the principal office is:

**357 Goldstone Ct.
Lake Mary, FL 32746**

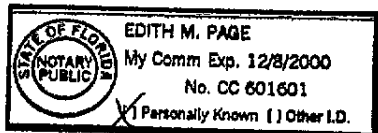
In witness whereof, the undersigned incorporated has executed these Articles of Incorporation this
26th day of MARCH 1998.

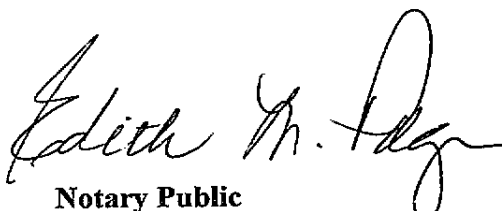

Curtis D. Smith

**STATE OF FLORIDA
COUNTY OF SEMINOLE**

I hereby certify that on this day, before me, an officer duly qualified to take
acknowledgements, personally appeared to me *Curtis D. Smith* known to be the person described
in and who executed forgoing and acknowledged before me that he executed the same for the
purposes therein expressed.

Witness my hand and official seal in the county and state last aforesaid this is 26th
day of March 1998.




Notary Public
My commission expires:

ACCEPTANCE

I agree as registered agent to accept service of process: To keep an office open during prescribed hours: To post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

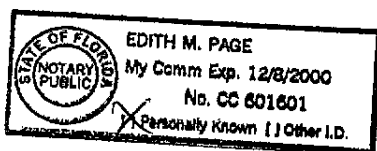

Curtis D. Smith

STATE OF FLORIDA
COUNTY OF SEMINOLE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 27 PM 4:19

I hereby certify that on this day, before me, an officer duly qualified to take acknowledgements, personally appeared to me *Curtis D. Smith* known to be the person described in and who executed forgoing and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and state last aforesaid this is *26th*
day of *March* 1998.




Notary Public
My commission expires:

**STATE OF FLORIDA
DEPARTMENT OF STATE**

Certificate designating place of business or domicile for the service of process within this date, naming agent upon whom process may be served and names and addresses of the officers and directors.

The following is submitted, in compliance with chapter 48.091, Florida statutes:

Corporation organizing under the laws of the state of Florida with its principal office located at *357 Goldstone Ct., Lake Mary, FL 32746* has named *Curtis D. Smith* it's agent to accept service of process within the state.