Waterfall Industries Inc. PARCONSTITUTED TO WHOM IT WAY CONSTITUTED TO WHOM

IF POSSIBLE COULD YOU FED EX BACK

TO ME THE EXECUTED DOCUMENTS MY

FED EX ACCT # 15 1689-4177-3. OR PLEASE

CALL ME WITH OUR CHAPTER # BEFORE

SENDING WE HAVE A TRUCK PURCHASE

PENDING ON THIS PAPERWORK. DOCUMENTS MY

******78.75 ******78.75

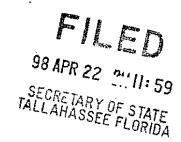
THANK YOU.

BLEN MOLLER 800-771-9330 98 APR 22 AM II: 59
SECRETARY OF STATE
TALLAHASSEE FLORIDA



A Ra

ARTICLES OF INCORPORATION OF JAG TRANSPORT, INC.



ARTICLE I CORPORATE NAME

The name of this corporation is: JAG TRANSPORT, INC.

ARTICLE II PURPOSE

This corporation is organized for the following purposes:

- A. To own and operate trucks for the purpose of delivering furniture to retail stores.
- B. To such extent as a corporation organized under the Business Corporation Law of this State may now or hereafter lawfully do, either as principal or agent and either alone or connection with other corporations, firms or individuals all and everything necessary, suitable, convenient or proper for or in connection with or incident thereto. The accomplishment of any of the purposes of or the attainment of any one or more of the objects herein enumerated or designed directly or indirectly to promote the interest of this corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do which exercise under the Business Corporation Laws of this State or under any act amendatory thereof, supplemental thereto, or substituted therefor.

ARTICLE III CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock with a One Dollar (\$1.00) par value.

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of the corporation is 915 Cornwall Road, Sanford, FL 32773, County of Seminole, State of Florida.

The street address of the registered agent of this corporation is 820 Silverwood Drive, Lake Mary, Florida 32746, County of Seminole, State of Florida and the name of the initial Registered Agent of this Corporation at such address is Glen R. Moller.

ARTICLE V INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial directors of this corporation are, to wit:

Glen R. Moller 820 Silverwood Drive Lake Mary, FL 32746

Anthony C. Lupo 891 Royalwood Lane Oviedo, FL 32765

ARTICLE VI DURATION OF CORPORATION

The existence of the corporation shall commence on the date all corporate fees are paid and these Articles of Incorporation are filed by the Secretary of State, and the corporation shall exist perpetually unless dissolved according to law.

ARTICLE VII INCORPORATOR

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

Glen R. Moller 820 Silverwood Drive Lake Mary, FL 32746

IN WITNESS WHEREOF, the undersigned subscriber has executed the Articles of Incorporation of JAG TRANSPORT, INC., this 21st day of April, A.D. 1998.

Glen R. Moller, Subscriber

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That JAG TRANSPORT, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Sanford, County of Seminole, State of Florida has named Glen R. Moller, located at 820 Silverwood Drive, Lake Mary, County of Seminole, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place 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.

Glen R. Moller, Registered Agent

State of Florida

} AS

County of Seminole }

BEFORE ME, the undersigned authority, personally appeared Glen R. Moller, known to me to be the person who executed the foregoing Articles of Incorporation and be acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the

State and County aforesaid this 21st day of April , 1998.

My Commission CC492609 Expires Aug. 30, 1999

NOTARY PUBLIC, State of Florida

at large

My commission expires: 8/30/QG