PAGOOD 34607 ABEL, BAND, RUSSELL, COLLIER, PITCHFORD & GORDON CHARTERED

BARNETT BANK CENTER 240 SOUTH PINEAPPLE AVENUE P. O. BOX 49948 SARASOTA, FLORIDA 34230-6948

WATS (FROM TAMPA) 645-7105 PHONE (941) 366-6660 FAX (941) 366-3999

TANDEM CENTER
SUITE 199
333 TAMIAMI TRAIL SOUTH
VENICE, FLORIDA 34285

PHONE (941) 485-8200 FAX (941) 488-9436 ATTORNEYS AND COUNSELORS AT LAW

ANTHONY J. ABATE
SARALYN ABEL
DAVID S. BAND
KATHRYN ANGELL CARR*
STEVEN J. CHASE**
RONALD L. COLLIER
KATHLBEN M. P. DAVIS

HARVEY L ABEL

CHERYL L. GORDON
SCOTT E. GORDON
BENIAMIN R. HANAN
MARK D. HILDRETH***
WILLIAM R. KORP*
KURT E. LEE
BARBARA B. LEVIN

GEORGE H. MAZZARANTANI
JAN WALTERS PITCHFORD*
MALCOLM J. PITCHFORD*
JEFFREY S. RUSSELL*
MICHAEL S. TAAFFE****
DAVID S. WATSON
JOHN W. WEST III

MICHAEL S. TAAFFE-NJ & NY
DAVID S. WATSON-PA
SCOTT E. GORDON-OH
RICHARD W. COONEY-NY
JOHN W. WEST III-DC

*Board Certified Real Estate Lawyer
*Board Certified Civil Trial Lawyer
**Board Certified Civil Trial Lawyer
**Board Certified Civil Trial Lawyer
**Board Certified Civil Trial Cawyer
**Board Certified Business Bankruptcy Law
American Bankruptcy Board of
Certification
***Board Certified Business Litigation Lawyer
**Board Certified Business Litigation Lawyer

of counsel Richard W. Cooney

JOHNSON S. SAVARY

Please refer to our file number: 9282-1

http://www.abelband.com

E-Mail: abelband@gate.net

Additional Jurisdictions David S. Band-DC & MD

RONALD L. COLLIER-PA & NJ ANTHONY J. ABATE-IL STEVEN J. CHASE GA

Writer's direct line: (941) 364-2728
Reply to: Sarasota

April 27, 1998

Bureau of Corporate Records Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

400002505184--4 -04/29/98--01052--007 ****122.50 ****122.50

Re: D.W. Cribb Transportation, Inc.

Dear Sir or Madam:

Enclosed please find original and duplicate of Articles of Incorporation of the above named corporation, together with a check in the amount of \$122.50 to cover the following items:

Filing of Articles of Incorporation \$35.00 Certified Copy of Articles 52.50 Registered Agent 35.00

We would appreciate your returning to us a certified copy of the Articles of Incorporation in the enclosed, self-addressed, stamped envelope.

Very truly yours,

ABEL, BAND, RUSSELL, COLLIER, PITCHFORD & GORDON, CHARTERE

Rebecca J. Proctor, C.L.A

Certified Legal Assistant

/bjp Enclosures

51,5

ARTICLES OF INCORPORATION

OF

D.W. CRIBB TRANSPORTATION, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

D.W. CRIBB TRANSPORTATION, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

SECRETARY OF STATION SECRETARY OF CORPORATION OF CO

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 5349 Colewood Place, Sarasota, Florida 34232.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 5349 Colewood Place, Sarasota, Florida 34232 and the registered agent at such office is Don Wayne Cribb.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Don Wayne Cribb

5349 Colewood Place Sarasota, FL 34232

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Don Wayne Cribb

5349 Colewood Place Sarasota, FL 34232

The undersigned has executed these Articles this ______ day of ______, 1998.

Don Wayne Cribb

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for D.W. CRIBB TRANSPORTATION, INC. at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

4.22.98

Don Wayne Cribb Registered Agent

DIVISION OF CORPORATIONS

98 APR 29 AM II: 42