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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 20 AM 11:17

May 18, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****70.00 *****70.00

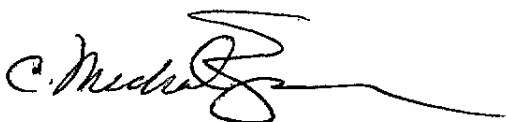
Re: R & M TRANSPORTATION, INC.

Dear Sir/Madam:

Enclosed please find original and one copy of Articles of Incorporation for the above-referenced corporation. Also enclosed is our check in the amount of \$70.00 for filing.

Please forward a copy along with your confirmation letter in the enclosed, self-addressed, stamped envelope.

Very truly yours,



C. Michael Magruder

CMM/cak
Enclosures

D. BROWN MAY 22 1998

ARTICLES OF INCORPORATION
OF
R & M TRANSPORTATION, INC.

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The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I
Corporate Name

The name of the corporation is R & M TRANSPORTATION, INC.

ARTICLE II
Duration

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III
Purpose

This corporation is organized for the purpose of the operating of vehicles including repair of vehicles and servicing vehicles for general shipping and transportation in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
Capital Stock

The corporation is authorized to issue 10,000 shares of capital stock with no par value, which shall be designated "Common Shares".

ARTICLE V
Initial Registered Office and Agent

The principal office, and the mailing address of the corporation is:

200 Alabama Avenue
St. Cloud, Florida 34769

The name and street address of the initial registered agent of this corporation is:

C. Michael Magruder
220 E. Monument Avenue
Suite C
Kissimmee, Florida 34741

**ARTICLE VI:
Initial Board of Directors**

This corporation shall have one director 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 names and addresses of the initial directors are as follows:

Marion Elletson
200 Alabama Avenue
St. Cloud, Florida 34769

**ARTICLE VII
Incorporators**

The name and addresses of the incorporator signing these Articles of Incorporation are as follows:

C. Michael Magruder
220 E. Monument Avenue
Suite C
Kissimmee, Florida 34741

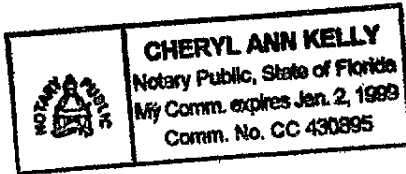
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18 day of May, 1998.


C. MICHAEL MAGRUDER

STATE OF FLORIDA
COUNTY OF OSCEOLA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The foregoing instrument was acknowledged before me this 18th day of May, 1998, by C. Michael Magruder, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.



Cheryl Ann Kelly
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

Certificate of Registered Agent of C. MICHAEL MAGRUDER, pursuant to Florida Statutes, sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 220 E. Monument Avenue, Suite C, Kissimmee, Florida 34741 has named C. Michael Magruder, located at the aforesaid address as its registered agent to accept service of process within this state. Under that acknowledgment having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate and being familiar with the obligations of that position, I hereby accept to act in this capacity and agree to comply with the provisions of Florida law in keeping open said office.

C. Michael Magruder
C. MICHAEL MAGRUDER