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Attorneys at Law
RICHARD D. SPARKMAN
JEFFREY C. QUINN
KAREN S. BEAVIN

P98000070784
Law Offices

Sparkman, Quinn, P.A.

August 5, 1998

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: SUR-WAY LEASING CORPORATION

Dear Sir:

In reference to the above, please find enclosed the following:

1. Articles of Incorporation of SUR-WAY LEASING CORPORATION.
2. Designation of Registered Agent.
3. Check in the amount of \$122.50 covering the following:

a. Filing Fee	\$ 35.00
b. Registered Agent Fee	\$ 35.00
c. Certified Copy	\$ 52.50

Please file the original, certify the copy, and return same to this office.

Sincerely,


JEFFREY C. QUINN

JCQ/cp

Enclosures as stated

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 10 PM 1:20

D. BROWN AUG 13 1998

ARTICLES OF INCORPORATION

OF

SUR-WAY LEASING CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 10 PM 1:20

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

ARTICLE ONE

NAME

The name of this corporation is SUR-WAY LEASING CORPORATION.

ARTICLE TWO

DURATION

The duration of this corporation shall be perpetual.

ARTICLE THREE

PURPOSE

The purpose of this corporation is the transaction of any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

STOCK

The corporation shall have authority to issue 7,500 shares of common stock consisting of one class only. The stock shall have a par value of \$1.00 per share.

ARTICLE FIVE

SUBSCRIBERS

The name and street address of the subscribers of the initial issue of stock under these Articles of Incorporation are Charles Holland, 3178 Lakeview Drive, Naples, Florida 34112 and Debra

Holland, 3178 Lakeview Drive, Naples, Florida 34112.

ARTICLE SIX

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office shall be 307 Airport Road North, Naples, Florida 34104. The name of the initial registered agent at such address shall be Jeffrey C. Quinn.

ARTICLE SEVEN

CORPORATION'S PRINCIPAL OFFICE

The corporation's principal address is 3178 Lakeview Drive, Naples, Florida 34112.

ARTICLE EIGHT

MANAGEMENT

The corporation shall be managed by the shareholders of the corporation instead of a Board of Directors.

ARTICLE NINE

INCORPORATORS

The name and address of the Incorporators are Charles Holland, 3178 Lakeview Drive, Naples, Florida 34112 and Debra Holland, 3178 Lakeview Drive, Naples, Florida 34112.

ARTICLE TEN

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing Articles of Incorporation on this 4 day of August

_____, 1998, in Naples, Collier County, Florida.

Charles Holland
Incorporator

Rebecca Holland
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

Before me personally appeared CHARLES HOLLAND, known to me personally or identified to me by personally known to me as the person described in and who executed the foregoing instrument, and acknowledge to and before me that he executed said instrument for purposes therein expressed.

WITNESS my hand and official seal, this 4 day of August 1998.

Deena T. Ley
Notary Signature

Printed Name _____

Seal: _____

Commission No. _____

STATE OF FLORIDA
COUNTY OF COLLIER

Before me personally appeared DEBRA HOLLAND, known to me personally or identified to me by Mr. D. Dir. H453-772-35-6300 as the person described in and who executed the foregoing instrument, and acknowledge to and before me that he executed said instrument for purposes therein expressed.

WITNESS my hand and official seal, this 4 day of August _____, 1998.

Annette M. Holdeman
Notary Signature

Printed Name _____

ANNETTE M. HOLDEMAN
Seal Exp. 1/10/2002
Commission No. CC1698945



Annette M. Holdeman
MY COMMISSION # CC698945 EXPIRES
January 10, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

DESIGNATION OF REGISTERED AGENT

CHARLES HOLLAND and DEBRA HOLLAND, the incorporators of SUR-WAY LEASING CORPORATION hereby designates JEFFREY C. QUINN of 307 Airport Road North, Naples, Florida 34101, to be the registered agent of SUR-WAY LEASING CORPORATION and JEFFREY C. QUINN by and through this document, hereby accepts the appointment to be registered agent of SUR-WAY LEASING CORPORATION.

Charles Holland
Incorporator

Debra Holland
Incorporator

Jeffrey C. Quinn
JEFFREY C. QUINN

SWORN TO and subscribed before me on this 4 day of August, 1998.

Personally known
to me and to
Charles Holland

Debra J. Ley
Notary Public

Printed Name of Notary

Seal:

My Commission Expires:

SWORN TO and subscribed before me on this 4 day of Aug, 1998.

Debra Holland
aka. Dr. Jie #4453-172-35-530-0

Annette M. Holdeman
Notary Public

Annette M. Holdeman
Printed Name of Notary

Seal No. CC698945

My Commission Expires: 1/10/2002



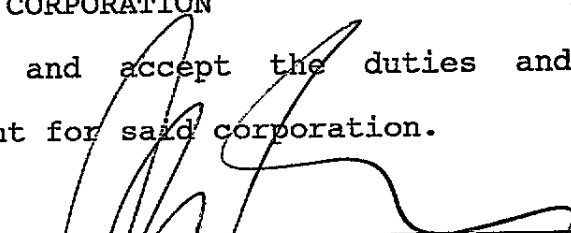
Annette M. Holdeman
MY COMMISSION # CC698945 EXPIRES
January 10, 2002
BONDED THRU TROY FAIR INSURANCE, INC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 10 PM 1:20

WRITTEN ACCEPTANCE BY REGISTERED AGENT FOR

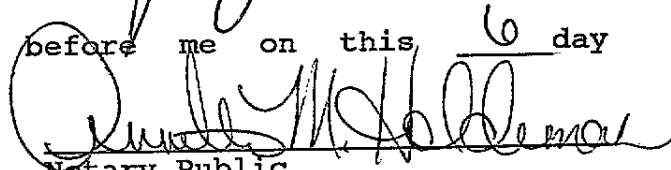
SUR-WAY LEASING CORPORATION

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.


JERFREY C. QUINN

SWORN TO and subscribed
of August, 1998.

before me on this 6 day


Notary Public

ANNETTE M. HOLDEMAN

Printed Name of Notary Public

Seal: CC698945

My Commission Expires: 1/10/2002



Annette M. Holdeman
MY COMMISSION # CC698945 EXPIRES
January 10, 2002
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