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FILED

98 SEP -4 AM 10:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 31, 1998

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

Dear Sir,

Enclosed please find a check for the following.

\$35.00 - Filing fee for Corporation
\$35.00 - Filing for registering agent

\$70.00 total

Sincerely,


Milo D. Price III

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-09/04/98--01108--010
*****70.00 *****70.00

Milo D. Price III
10105 Alambra Avenue
Tampa, Florida 33619

P.Ha.

SEP 11 1998

ARTICLES OF INCORPORATION
OF
M.D. PRICE TRANSPORT, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is M.D. PRICE TRANSPORT, INC. and business address of the corporation is 10105 Alambra Avenue, Tampa, Florida 33619.

ARTICLE II - PURPOSE

This corporations is organized for the following purpose:
The transportation of general commodities (no hazardous material) and any other lawful business.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

Article IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock with a par value of \$.01 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10105 Alambra Avenue, Tampa, Florida 33619. and the name of the initial registered agent of this corporation at that address is: Milo D. Price III

ARTICLE VI - INITIAL BOARD OF DIRECTORS

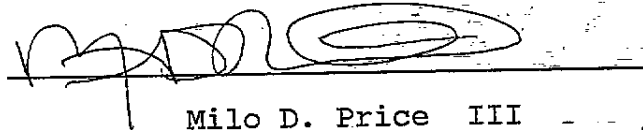
This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws. The name and address of the initial directors of this corporation are:

Milo D. Price III
10105 Alambra Avenue
Tampa, Florida 33619

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles is:
Milo D. Price III, 10105 Alambra Avenue, Tampa, Florida 33619

IN WITNESS WHEREOF the undersigned subscriber has executed these
Articles of Incorporation this 31st day August, 1998.




Milo D. Price III
FLOLP620-544-57-448-0 exp. 2003

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Before me, a Notary Public authorized to take acknowledgments in
the state and county set forth above, personally appeared
Milo D. Price, known to me and known by me to be the person who
executed the foregoing Article of Incorporation, and who
acknowledged before me that he executed these Articles of
Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
seal, in the state and county aforesaid, this the 31st day of
August 1998.


August 31, 1998



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

FIRST THAT M.D.PRICE TRANSPORT, INC.

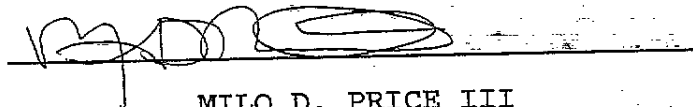
WITH ITS PLACE OF BUSINESS AT TAMPA, HILLSBOROUGH COUNTY, FLORIDA

HAS NAMED M.D. PRICE III

LOCATED AT 10105 Alambra Avenue

CITY OF TAMPA, STATE OF FLORIDA
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of section 607.325 Florida Statues.



MILO D. PRICE III
August 31, 1998

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