

JAY- CEE ENTERPRISES
P O Box 903
Crystal River, Fla. 32629
Fax (904) 795 0038
(904) 795-6652

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September 29 1998

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-10/01/98--01050--002
****122.50 *****78.75

Department of State
Division of Corporations
P O Box 6327
Tallahassee Florida 32314

Re; **NICHOLAS TRANSPORT OF CITRUS COUNTY, INC**

Gentlemen:

With regard to the above captioned, please find:

1. Certificate for "Registered Agent"
2. Articles of Incorporation
3. Check No 2213 to cover the following:
 - a. \$35.00 to register Corporation
 - b. \$35.00 to register Agent
 - c. \$52.50 for return of Certified Copy

Thanking you in advance for your usual prompt and courteous attention to the above,

Very truly yours,


Claire A Titus
JAY-CEE ENTERPRISES

CT/encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -1 AM 8:47

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DIVISION OF CORPORATIONS
98 OCT -1 AM 8:47

**ARTICLES OF INCORPORATION
OF
NICHOLAS TRANSPORT OF CITRUS COUNTY, INC.**

ARTICLE I NAME

The name of this corporation is **NICHOLAS TRANSPORT OF CITRUS COUNTY, INC.**

ARTICLE II

The corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawfull business for which corporations may be incorporated under chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 13 S. ADAMS ST, BEVERLY HILLS, FLORIDA

and the name of the initial registered agent of this corporation at that address is DEBRA J. WYKLE

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have two officers constituting the initial Board of Directors. The number of officers may be increased from time to time by the by-laws; however, there shall never be more than ten. The name and address of the initial officers are :

| | |
|-----------------------|-----------------------|
| DEBRA J WYKLE | President & Secretary |
| 13 S ADAMS ST | |
| BEVERLY HILLS FLORIDA | |
| CRAIG NC NALL | V/P & Treasurer |
| 13 S ADAMS ST | |
| BEVERLY HILLS FLORIDA | |

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these articles is: CRAIG MC NALL
13 S ADAMS ST
BEVERLY HILLS FLORIDA

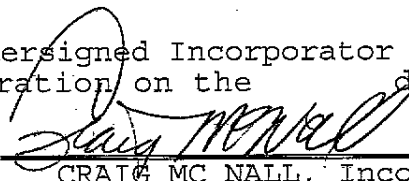
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the _____ day of September 1998

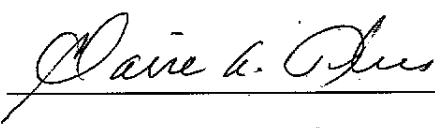

CRAIG MC NALL, Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF CITRUS)

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared **CRAIG MC NALL** known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above this 29th day of September 1998




NOTARY PUBLIC, State of Florida

**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida
Statutes, the following is submitted:
D.LS1

First, that **NICHOLAS TRANSPORT OF CITRUS COUNTY, INC.** desiring
to organize or qualify under the laws of the State of Florida
with its principal place of business at:

**13 S. ADAMS ST
BEVERLY HILLS FL 34465**

has named **DEBRA. J WYKLE** of **13 S ADAMS ST, BEVERLY HILLS FL
34465**

as its agent to accept services of process within Florida

DATED 9-29-98



CRAIG MC NALL, INCORPORATOR

Having been named to accept service of process for the above
named 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
performance of my duties.


DEBRA J. WYKLE