

EMERSON FINANCIAL CORPORATION

P980000 96054

November 9, 1998

Secretary of State of
The State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Filing Articles of Incorporation-SUPERIOR TRANSPORTATION STORAGE,
INC.

400002684344--7
-11/10/98--01043--005
****122.50 ****78.75

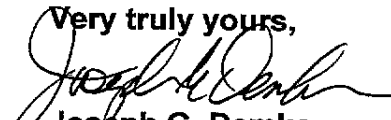
Gentlemen:

Enclosed please find the original and one photocopy of Articles of Incorporation for the above entity, for filing with your office. I have also enclosed my check, in the amount of \$122.50, as payment for the Filing Fee, Registered Agent Fee, and Certification of the copy of the Articles. Please return the certified original of the Articles utilizing the enclosed prepaid, self-addressed envelope provided for your convenience.

I would appreciate it if you would telephone my office at (407)238-7800 if there is any problem with this filing.

Thank you for your assistance.

Very truly yours,


Joseph G. Demko
President

FILED
98 NOV 10 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten initials and date:
JB
11-10-98
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ARTICLES OF INCORPORATION
OF
SUPERIOR TRANSPORTATION STORAGE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is **SUPERIOR TRANSPORTATION STORAGE, INC.**

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business, and the business of acquiring, constructing, developing, leasing, marketing, and providing transportation storage services and facilities and any interest therein, and any business related thereto.

Article IV - Capital Stock

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that at which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. The number of authorized shares shall be 7,500 shares at \$1.00 par value.

Article V - Registered Agent

The street address of the initial registered office of this corporation is 5482 Central Florida Parkway, Orlando, Florida 32821, and the name of the initial registered agent of this corporation at that address is **EMERSON FINANCIAL CORPORATION**.

Article VI - Initial Board of Directors

This corporation shall have **two (2) directors** 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 of this corporation are:

Name:

Address:

MAZEN BRIMO

5482 Central Florida Parkway
Orlando, Florida 32821

JOSEPH G. DEMKO

5482 Central Florida Parkway
Orlando, Florida 32821

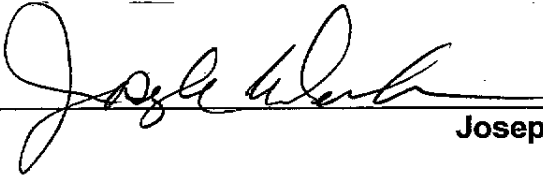
Article VII - Incorporator

The name and address of the initial officer of the Corporation and the person signing these Articles are: **JOSEPH G. DEMKO**, 5482 Central Florida Parkway, Orlando, and Florida 32821.

Article VIII - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this 9th day of November, AD 1998.



Joseph G. Demko

STATE OF FLORIDA
DEPARTMENT OF STATE

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

98 NOV 10 AM 8:54
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

SUPERIOR TRANSPORTATION STORAGE, INC., a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 5482 Central Florida Parkway, Orlando 32821, has named **EMERSON FINANCIAL CORPORATION**, at 5482 Central Florida Parkway, Orlando 32821, as its agent to accept service of process within this State.

ACCEPTANCE

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this certificate, the said Registered Agent hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The said Registered Agent further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as Registered Agent.

EMERSON FINANCIAL CORPORATION

By: 

JOSEPH G. DEMKO-President
Registered Agent