

P 98000106849

Heartland Paralegal Services, Inc.

Judy K. Warrick M.A.
Paralegal
Insured Independent Abstractor

405 Magnolia Avenue
Sebring, Florida 33870

Phone: (941) 385-5488
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December 7, 1998

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301.

300003719853-7
-12/22/98-01038-002
****122.50 *****78.75

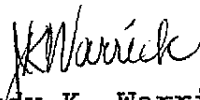
RE: Articles of Incorporation

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of the above referenced corporation. Please file the original with your office and return the certified copy to me in the self-addressed, pre-paid envelope provided for your convenience. I am also enclosing a check in the amount of \$122.50 to cover the filing and certified fees.

I appreciate your kind attention to the filing of these documents. Upon receipt, should you have any questions, please feel free to contact this office.

Sincerely,


Judy K. Warrick
Paralegal

/jkw

enclosures - as stated herein

xc: Phillip W. Statler, Inc.

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P Hall

DEC 28 1998

FILED
98 DEC 22 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AMY H. POLK, INC.

FILED
98 DEC 22 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation is AMY H. POLK, INC.

ARTICLE II - NATURE OF BUSINESS

The general character, purpose and nature of business to be transacted by this corporation is to provide trucking services to citrus industry, as well as any other activity or business legally permissible under the applicable laws of the State of Florida or the United States of America.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 7,500 shares of common stock, each share having no par value. Said authorized shares shall be voting shares.

Authorized capital stock may be paid for in cash, services, or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$500.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is P.O. Box 251, Frostproof, Florida 33843. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - REGISTERED AGENT

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That AMY H. POLK, INC. desiring to organize under the laws of the State of Florida, with its principal office in the City of Frostproof, County of Polk, has named PHILLIP W. STATLER, located at 1119 U.S. Highway 27 South, Sebring, FL 33870, as its agent to accept service of process within this State and does designate 1119 U. S. Highway 27 South, Sebring, FL 33870, as its registered office.

ARTICLE VIII - DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the Bylaws but shall never be less than one (1).

ARTICLE IX - INITIAL DIRECTORS

NAME

ADDRESS

AMY H. POLK

P.O. BOX 251
FROSTPROOF, FL 33843

ARTICLE X - SUBSCRIBERS

The name and the street address of the subscribers to these Articles of Incorporation are as follows:

NAME

ADDRESS

SHARES

AMOUNT

AMY H. POLK

P. O. BOX 251
FROSTPROOF, FL 33843

500

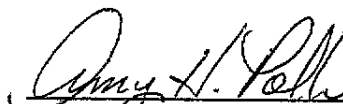
ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the filing thereof.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholder's meeting by a majority (51%) of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 7th day of December, 1998.


AMY H. POLK

STATE OF FLORIDA
COUNTY OF HIGHLANDS

7th THE FOREGOING INSTRUMENT was acknowledged before me this 7th day of December, 1998, by AMY H. POLK, who is personally known to me or who produced _____ as identification.



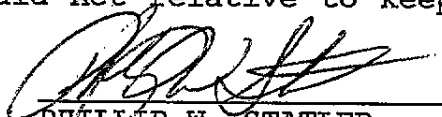
PHILLIP W. STATLER
My Commission CC544122
Expires May. 20, 2000


NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



PHILLIP W. STATLER
Registered Agent

STATE OF FLORIDA
COUNTY OF HIGHLANDS

7th THE FOREGOING INSTRUMENT was acknowledged before me this 7th day of December, 1998, by PHILLIP W. STATLER, who is personally known to me or who produced _____ as identification.



Tina M. Livingston
My Commission CC758402
Expires July 12, 2002


NOTARY PUBLIC

STATE OF FLORIDA AT LARGE