

Daryl K. Nedelisky

Attorney and Counselor
at Law

1650 Northwest 38th Avenue

Ocala, Florida 34482

352-840-0020

Fax 352-620-0377

P99000002609

December 23, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

600002723236--6
-12/28/98--01075--009
*****78.75 *****78.75

Re: Belleview Transport, Inc.

EFFECTIVE DATE

1-1-99

Dear Sir/Madam:

Enclosed please find for filing with the Secretary of State Articles of Incorporation (and photocopy) for the above named entity and the filing fee of \$78.75. It is my understanding that your office will provide a Certificate directly to my attention.

If you have questions concerning the enclosed, please let me know. Thank you for your assistance in this regard.

Sincerely,

Daryl K. Nedelisky

Daryl K. Nedelisky

DKN/
Enclosures

FILED
99 JAN -8 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SHARON

JAN 11 1999

W98-29113



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 29, 1998

DARYL K. NEDELISKY, ESQ.
1650 NORHTWEST 38 AVE
OCALA, FL 34482

SUBJECT: BELLEVIEW TRANSPORT, INC.
Ref. Number: W98000029113

We have received your document for BELLEVIEW TRANSPORT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Sharon Davis
Document Specialist Supervisor

Letter Number: 698A00060899

ARTICLES OF INCORPORATION
OF
BELLEVIEW TRANSPORTATION SERVICES, INC.

FILED
99 JAN -8 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name. The name of this corporation is BELLEVIEW TRANSPORTATION SERVICES, INC.

ARTICLE II

Business and Activities. This corporation may, and is organized and authorized to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

Capital Stock. The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value \$1.00 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE IV

Effective Date and Term of Existence. This corporation shall have an effective date of January 1, 1999, and shall have a perpetual existence.

ARTICLE V

Initial Principal Office. The street and mailing address of the initial principal office of this corporation is 13175 Southeast 102nd Court, Belleview, Florida 34420.

ARTICLE VI

Initial Registered Office and Agent. The street address of the initial registered office of this corporation is 13175 Southeast 102nd Court, Belleview, Florida 34420, and the name of the initial registered agent of this corporation at that address is Billy R. Wambles, Sr.

ARTICLE VII

Preemptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that 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.

ARTICLE VIII

Number of Directors. The Board of Directors of this corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the stockholders in accordance with the Bylaws of the corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may authorize and require the payment of the reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE IX

Initial Board of Directors. The name and street address of each member of this corporation's first Board of Directors is as follows:

Billy R. Wambles, Sr. 13175 Southeast 102nd Court
Bellevue, Florida 34420

ARTICLE X

Subscriber. The name and street address of each subscriber to these Articles of Incorporation is as follows:

Billy R. Wambles, Sr. 13175 Southeast 102nd Court
Bellevue, Florida 34420

ARTICLE XI

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this corporation.

ARTICLE XII

Amendment. These Articles of Incorporation may be amended as provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock issued and entitled to be voted, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII

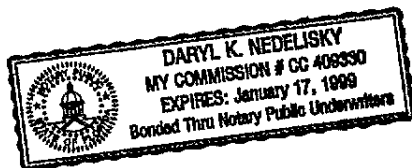
Indemnification. The corporation shall indemnify, or advance reasonable expenses to, to the fullest extent authorized of permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the corporation; (ii) is or was serving at the request of the corporation as a director of another corporation; (iii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; or (iv) is or was serving at the request of the corporation as an officer of another corporation, provided that he is or was at the time a director of the corporation or a director of such other corporation, serving at the request of the corporation. Unless otherwise expressly prohibited by the Florida General Corporation Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he is or was an officer, employee or agent of the corporation, or is or was serving at the request of the corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of the foregoing sentence may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

IN WITNESS WHEREOF, the undersigned do set their hands and seals and have acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 31 day of December, 1998.

Billy R. Wambles (SEAL)

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me on the 31 day of December, 1998 by Billy R. Wambles, Sr., who is personally known to me or has produced _____ as identification and who did/did not take an oath.



Daryl K. Nedelisky
Notary Public
Name of Notary Public:
Commission Number:

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been designated as the Registered Agent for BELLEVIEW TRANSPORTATION SERVICES, INC., I hereby accept the designation and agree to act as the Registered Agent of said corporation.

Dated December 31, 1998.

Billy R. Wambles

FILED
99 JAN -8 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA