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LAW OFFICES OF
COOPER RIDGE & BEALE FILED

1200 SUN TRUST BANK BUILDING
200 WEST FORSYTH STREET
JACKSONVILLE, FLORIDA 32202

JAN 20 PM 3:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OF COUNSEL: ALMER W. BEALE, II

January 13, 1999

WILLIAM G. COOPER
GEORGE E. RIDGE
TRACY K. ARTHUR
MORGAN L. GAYNOR
RICHARD J. LANTINBERG
MELISSA A. NORMAN

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-01/20/99--01100--005
122.50 **78.75

Office of the Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32399-0001

Gentlemen:

Please file the enclosed Articles of Incorporation of National Driveaway Company, Inc., returning one certified copy to me.

A check in the amount of \$122.50 is enclosed.

Very truly yours,

C. A. (Kim) White, ALA

Enclosure

P. Hall
JAN 25 1999
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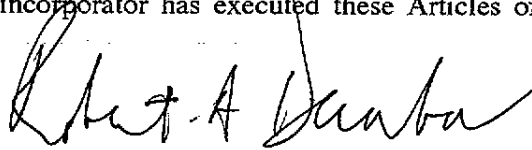
**ARTICLES OF INCORPORATION
OF
NATIONAL DRIVEAWAY COMPANY, INC.**

FILED
99 JAN 20 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the sole incorporator under the Florida General Corporation Act, adopts the following Articles of Incorporation:

1. **NAME.** The name of this corporation is NATIONAL DRIVEAWAY COMPANY, INC.
2. **DURATION AND COMMENCEMENT OF EXISTENCE.** This corporation shall exist perpetually. The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation with the Secretary of State of Florida.
3. **PURPOSE.** The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the State of Florida and the United States of America.
4. **CAPITAL STOCK.** The aggregate number of shares which this corporation shall have authority to issue is 10,000 shares of \$1.00 par value common stock.
5. **PRINCIPAL OFFICE.** The principal office of the corporation is located at 4427 Emerson Street, Jacksonville, Florida 32207.
6. **REGISTERED OFFICE AND AGENT.** The street address of the initial registered office of the corporation is 4427 Emerson Street, Jacksonville, Florida 32207, and the name of the initial registered agent of this corporation at such address is Robert A. Dunbar.
7. **DIRECTORS.** The initial board of directors consists of Fred J. Dunbar, 2455 Castellon Drive, Jacksonville, Florida 32217; Robert A. Dunbar, 4427 Emerson Street, Jacksonville, Florida 32207; and Robert J. A. Dunbar, 4011 Red River, Austin, Texas 78751.
8. **INCORPORATOR.** The name of the sole incorporator is Robert A. Dunbar, 4427 Emerson Street, Jacksonville, Florida 32207.

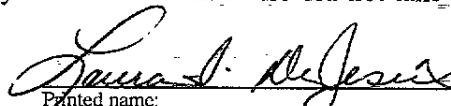
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13 day of January, 1999.



Robert A. Dunbar
Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 13 day of January, 1999 by Robert A. Dunbar who is personally known to me and who did not take an oath.



Printed name:
My commission expires:
Commission



FILED

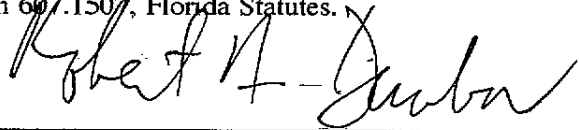
**CERTIFICATE DESIGNATING THE REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA,
AND NAMING THE REGISTERED AGENT UPON WHOM
PROCESS MAY BE SERVED**

JAN 20 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NATIONAL DRIVEAWAY COMPANY, INC., in compliance with Chapter 607.0501, Florida Statutes, and desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, at 4427 Emerson Street, Jacksonville, Florida 32207, has named Robert A. Dunbar as its registered agent to accept service of process within the State of Florida at its registered office.

ACKNOWLEDGMENT

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 to comply with the provision of said statute relative to keeping said office open from 10:00 A.M. to 12:00 noon each day except Saturdays, Sundays and legal holidays; and, further, that I am familiar with, and accept, the obligations set forth under Section 607.1507, Florida Statutes.



Robert A. Dunbar
Registered Agent