

P 99000000 9062

SHARIT, BUNN, CHILTON  
HOLDEN & STAMBAUGH, P.A.

ATTORNEYS



January 28, 1999

R. SCOTT BUNN \*\*  
CHARLES R. CHILTON  
M. LANCE HOLDEN  
ROBERT J. STAMBAUGH  
KELLY P. BUTZ  
JOE L. SHARIT, Retired

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\*Board Certified Business Litigation Lawyer  
By The Florida Bar  
\*\*Admitted In Florida And Colorado

99 SIXTH STREET, S.W.  
WINTER HAVEN, FLORIDA 33880  
TELEPHONE (941) 299-6699  
FAX (941) 293-5000

Reply To:  
P.O. BOX 9498  
WINTER HAVEN, FL 33883-9498

Honorable Katherine Harris  
Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Post Office Box 6327  
Tallahassee, Florida 32314

500002758195--3  
-01/29/99--01016--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Gulf State Logistics, Co.

Dear Honorable Harris:

Enclosed herewith for filing are Articles of Incorporation and Resident Agent form for the above-captioned corporation. A copy of the Articles is also enclosed to be certified and returned to this office at your earliest convenience.

Our firm check in the amount of \$122.50 is enclosed to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	52.50
Resident Agent Form	35.00

Total..... \$ 122.50

Thank you for your kind cooperation in this regard.

Very truly yours,

  
CHARLES R. CHILTON

CRC/pas  
Enclosures

P. Hall  
JAN 29 1999



FILED  
99 JAN 29 AM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 JAN 29 AM 9:42  
DIVISION OF STATE  
CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
GULF STATE LOGISTICS CO.**

**FILED**  
99 JAN 29 AM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation shall be:

**GULF STATE LOGISTICS CO.**

The principal place of business and mailing address of this corporation shall be

99 Sixth Street, SW  
Winter Haven, Florida 33880

**ARTICLE II - NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

**ARTICLE IV - REGISTERED AGENT**

The street address of the initial registered office of this corporation is 99 Sixth Street, SW, Winter Haven, Florida 33880, and the name of the initial registered agent of this corporation at that address is CHARLES R. CHILTON.

**ARTICLE V - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI - INCORPORATOR**

The original Incorporator of this Corporation may sell, exchange, assign or transfer all of the stock subscribed for in these Articles of Incorporation, and deliver these Articles of Incorporation, together with the good will and corporate franchises of this corporation to the transferees or assignees; and in such event, the office and term for each Director(s) designated in this certificate to be held or exercised as originally named shall thereupon expire and a new election shall be called and held by the transferees for the election of new director(s) to hold office until their successors are elected and qualify thereafter in due course from time to time. The name and street address of the incorporator to these Articles of Incorporation is:

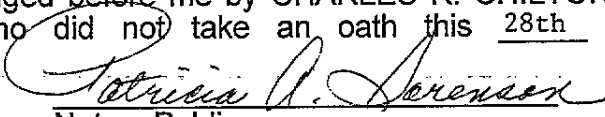
CHARLES R. CHILTON  
99 Sixth Street, SW  
Winter Haven, Florida 33880

IN WITNESS WHEREOF, the incorporator has hereunto set her hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 28th day of January, 1999.

  
\_\_\_\_\_  
CHARLES R. CHILTON

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing was acknowledged before me by CHARLES R. CHILTON who is personally known to me and who did not take an oath this 28th day of January, 1999.

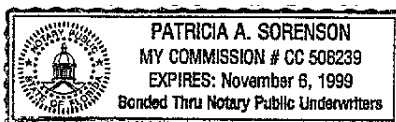
  
\_\_\_\_\_  
Notary Public

PATRICIA A. SORENSON

Print Name of Notary Public

Commission No. CC 508239

My Commission expires: 11/6/99



**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**  
99 JAN 29 AM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is

GULF STATE LOGISTICS CO.

2. The name and address of the registered agent and office is:

CHARLES R. CHILTON  
99 Sixth Street, SW  
Winter Haven, Florida 33880

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: \_\_\_\_\_

CHARLES R. CHILTON

Date: January 28, 1999