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VIA FEDERAL EXPRESS

Florida Department of State  
Division Of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Millennium Express , Inc.

Dear Sirs:

I have enclosed for filing two (2) original ARTICLES OF INCORPORATION of MILLENNIUM EXPRESS. Please file one original of these documents and return a certified original of the Articles receipt stamped to this office in the enclosed self-addressed envelope. Also enclosed is our firm check, in the amount of \$78.75, representing the filing fee.

Please contact our office should you have any questions or concerns. Thank you for your assistance.

Sincerely,

William L. Thompson, Jr.

WLT:bdg

Enclosures

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Beverly  
AUTHORIZATION BY PHONE TO  
CORRECT add corp suffix  
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TALLAHASSEE, FLORIDA  
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

MILLENNIUM EXPRESS, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is Millennium Express, Inc.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in the business of a freight carrier and engaging in and transacting any or all other lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

#### ARTICLE IV

##### TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on the filing of these Articles.

#### ARTICLE V

##### PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the business of the corporation shall be 9700 Philips Highway, Suite 4, Jacksonville, Florida 32207. The Board of directors may, from time to time, change the principal office and mailing address to any other address in Florida.

#### ARTICLE VI

##### INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 9700 Philips Highway, Suite 4, Jacksonville, Florida 32207, and the name of the initial registered agent of this corporation at that address is Thomas Lee Robinson. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

#### ARTICLE VII

##### INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished, from time

to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Thomas Lee Robinson	6631 River Point Drive Green Cove Springs, Florida 32043
Beth S. Pearce	120 Kingfisher Drive Ponte Vedra, Florida 32082
Annette Y. Robinson	6631 River Point Drive Green Cove Springs, Florida 32043

#### ARTICLE VIII

##### INCORPORATOR

The name and address of the Incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Thomas Lee Robinson	6631 River Point Drive Green Cove Springs, Florida 32043

#### ARTICLE IX

##### BYLAWS

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws


made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

#### ARTICLE X

#### AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 23<sup>rd</sup> day of February, 1999.

  
\_\_\_\_\_(SEAL)  
Thomas Lee Robinson

STATE OF FLORIDA )  
COUNTY OF Clay )

23<sup>rd</sup> The foregoing instrument was acknowledged before me this day of February, 1999, by Thomas Lee Robinson, as Incorporator of Millennium Express, <sup>Inc.</sup> a Florida corporation, on behalf of said Corporation. The above-named individual [ ] is personally known to me or [☒] has produced the following identification which is current or has been issued within the past five years and bears a serial or other identifying number and [ ] did [☒] did not take an oath (check one and write identification number below):

[ ] a driver's license or non-driver's identification card issued by Florida or any other U.S. state issued by a public agency authorized to issue driver's licenses;

State: FL

Identification Number: 12152 83245 8650



WILLIAM L. THOMPSON, JR,  
My Comm. Exp. Sept. 11, 1999  
Comm. No. CC 479758  
Bonded thru Pichard Ins. Agcy.

NOTARY PUBLIC

A large, stylized handwritten signature of William L. Thompson, Jr. in black ink, written over the "NOTARY PUBLIC" text and the signature line.

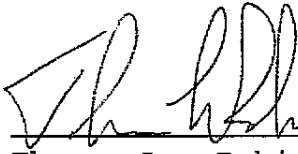
(SEAL)

Print Name: WILLIAM L. THOMPSON, JR.  
Commission Number: CC 479758  
Commission Expires: 9-11-99

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
MILLENNIUM EXPRESS, INC.

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Millennium Express, <sup>Inc.</sup> a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 9700 Philips Highway, Suite 4, Jacksonville, Florida 32207.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 23<sup>rd</sup> day of February, 1999.

  
Thomas Lee Robinson

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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