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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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TALLAHASSEE, FLORIDA

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Examiner's Initials	
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ARTICLES OF INCORPORATION
OF
PEABODY TRANSPORT CO, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:

PEABODY TRANSPORT CO, INC.

ARTICLE II

The nature of the business:

- a. To engage in the trucking business.
- b. To buy, sell, lease, rent, manufacture, produce and generally trade in, store, carry transport all kinds of equipment, goods, wares, merchandise, provisions and supplies.
- c. To acquire by purchase or otherwise own, hold, buy, sell, convey, lease, mortgage or encumber real estate or other property, personal or mixed.
- d. To engage in any other lawful business or businesses and to exercise and enjoy all rights, powers and privileges incident to the corporation for profit, by virtue of the laws and Constitution of the State of Florida.

ARTICLE III

Capital Stock:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is **1,000 @ \$ 1.00 par value**. All of said stock shall be payable in cash, property real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV

Initial Capital:

The amount of capital with which the corporation shall begin business is \$ 1,000.

ARTICLE V

Term of existence:

The corporation shall exist perpetually.

ARTICLE VI

The number of initial directors on the Board of Directors of the Corporation is (1)
The number of directors may be increased or decreased from time to time by the By-Laws adopted by the stockholders, but shall never be less than (1).

ARTICLE VII

The name and post office address of each member of the first Board of Directors is:

**Winston F. Beason
6911 S.W. 29th Street
Miramar, Fl. 33023**

ARTICLE VIII

The name and address of the incorporator:

**Jeffrey Hyman
9301 NE 6th Ave.
Suite 301
Miami Shores, Fl. 33138**

ARTICLE IX

The Corporation's initial registered agent and registered office in the State of Florida shall be:

**Winston F. Beason
6911 S.W. 29th Street
Miramar, FL 33023**

ARTICLE X

The mailing address of the Corporation is:

**Peabody Transport Co, Inc.
6911 S.W. 29th Street
Miramar, FL 33023**

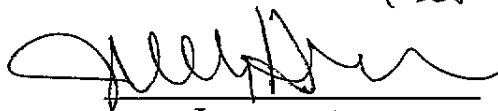
ARTICLE XI

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 them to the stockholders, and approved at the stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement expressing their desire that a certain change be made in these Articles of Incorporation.

ARTICLE XII

Subject to qualification, the Corporation may elect to be a Sub-Chapter S corporation, pursuant to the laws of the United States and the Internal Revenue Service.

WITNESS the hand and seal of the said incorporators this 22 day of February 1999



Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, an officer authorized to administer oaths in the State and County named above, personally appeared before me to me known as the persons who executed the foregoing certificate and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal this _____ day of

Notary Public


My Commission Expires:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT
FOR SERVICE OF PROCESS**

Pursuant to Chapter 48,091 of the Florida Statutes, the following is submitted, in compliance with said Act: that **PEABODY TRANSPORT CO, INC.** desiring to organize under the laws of the State of Florida, with its principle office in the County of Broward, in the State of Florida, has named **Mr. Winston F. Beason** as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at a 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.


Winston F. Beason
Registered Agent