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**RICK PETERSON, P.A.**  
Certified Public Accountant  
4801 S. University Drive  
Davie, FL 33328  
(954) 434-7511  
(954) 680-1649 fax

February 8, 1999

Secretary of State  
P.O. Box 6327  
Tallahassee, FL 32314

400002794314--7  
-03/04/99--01052--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Heartland Trucking, Inc.

Dear Sir:

Please accept these Articles for filing for the above referenced corporation. An original and two copies are included. Enclosed is a check for \$ 70.00 to cover the filing fee for the articles of incorporation and designation of a registered agent.

Sincerely,

*Rick*  
Rick Peterson

**FILED**  
99 MAR -4 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Incorporation

of

Heartland Trucking, Inc.

I, the undersigned, hereby make, subscribe and acknowledge this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I - NAME AND DURATION

The name of the corporation shall be: Heartland Trucking, Inc. and its existence shall be perpetual.

ARTICLE II - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the date these Articles are filed.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of one (\$1.00) dollar par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial agent of this corporation is Pauline Abbott of 1909 Robert Ave, Lehigh Acres, FL 33972.

The principal office address and the mailing address of the registered agent are the same.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The initial director of this corporation shall be the Incorporator named below.

FILED  
99 MAR -4 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is Pauline Abbott whose address is 1909 Robert Ave, Lehigh Acres, FL 33972.

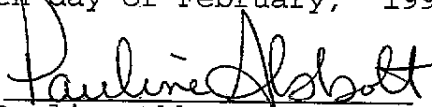
ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as the law now exist or may be amended hereafter.

ARTICLE IX - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of February, 1999.

  
Pauline Abbott  
Incorporator

STATE OF FLORIDA     )  
                    Charlotte     SS:  
COUNTY OF BROWARD     )

This foregoing Articles of Incorporation were acknowledged before me this 25th day of February, 1999 by Pauline Abbott

My Commission Expires: 7-25-99

  
Notary Public

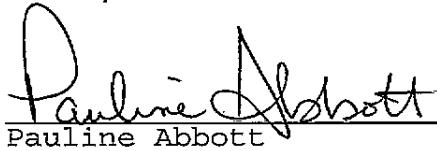


JACQUELYN ANDREWS  
My Commission CC471071  
Expires Jul. 25, 1999  
Bonded by ANB  
800-852-5878

*Pauline Abbott is personally known to me.*

Oath of Acceptance of Registered Agent:

Having been named as Registered Agent to accept service of process as above, I hereby accept to act in said capacity and agree to comply with requirements of law in said regard including keeping open said office, whose address is 1909 Robert Ave, Lehigh Acres, FL 33972.

  
Pauline Abbott

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA