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March 29, 1999

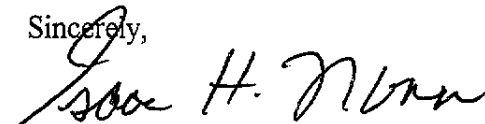
TO: Secretary of State
Division of Corporations

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RE: Lyons Transportation Services, Inc.

Please find enclosed the necessary filing fees for filing the above referenced articles of incorporation. Also included are the funds necessary for a certified copy and certificate of good standing. Upon completion please forward to the above referenced address.

Sincerely,


Isaac H. Nunn

APPROVED
AND
FILED

99 APR -2 AM 10:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

99 APR -2 PM 10:20

APPROVED
AND
FILED

ARTICLES OF INCORPORATION

99 APR -2 AM 10:25

OF

LYONS TRANSPORTATION SERVICES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be Lyons Transportation Services, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Florida Department of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of providing non-emergency transportation and engaging in the transaction of any and all business activities permitted under the laws of Florida in the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 5000 shares of common capital stock, \$1.00 par share value per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation falls or refuses, within such period, to make satisfactory arrangement for the purchase of such shares, the shareholder shall have the right to dispose of

such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To
Certain Transfer Restrictions Imposed
By this Corporation's Articles Of
Incorporation, A Copy of Which Is On
File At This Corporation's Principal
Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of the individual who shall serve as a member of the Initial Board of Directors is:

- 1) Pearlle G. Lyons
79 Seminole Court
Fort Myers, FL 33916
- 2) Daniel Lyons
79 Seminole Court
Fort Myers, FL 33916

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 79 Seminole Court, Fort Myers, FL 33916.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Pearlie G. Lyons, 79 Seminole Court, Fort Myers, FL 33916.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Pearlie G. Lyons, 79 Seminole Court, Fort Myers, FL 33916.

ARTICLE XI. AMENDMENT

This corporation reserved the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


PEARLIE G. LYONS, Incorporator

APPROVED
AND
FILED

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE

99 APR -2 AM 10:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida:

1. The name of the corporation is LYONS TRANSPORTATION SERVICE, INC.

2. The name and address of the registered agent and office of the corporation is: PEARLIE G. LYONS, 79 SEMINOLE COURT, FORT MYERS, FL 33916.

DATED this 29th day of March, 1999.

LYONS TRANSPORTATION SERVICE, INC.

By: Pearlie G. Lyons

PEARLIE G. LYONS
President

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.

Pearlie G. Lyons

STATE OF FLORIDA

PEARLIE G. LYONS
Registered Agent

COUNTY OF LEE

Signed and Sealed this 29 day of March, 1999

Amy Fontaine
NOTARY