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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida

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-03730/99--01040--004
****122.50 *****78.75

SUBJECT: Frederick Brown & Sons Transport, Incorporated
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:



\$122.50 Filing Fee & Certificate

FROM: Frederick H. Brown, Sr.
7333 Northwest 181st Terrace
Alachua, FL 32615
904-462-5395
Daytime Telephone Number

FILED
99 MAR 30 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK APR 2 1999

ARTICLES OF INCORPORATION
of
Frederick Brown & Sons Transport, Incorporated

The undersigned, acting as incorporator(s) of a Florida corporation pursuant to the Florida Not-For-Profit Corporation Act, Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation shall be Frederick Brown & Sons Transport, Incorporated.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND ADDRESS

The place in this state where the principal office of the Corporation is to be located is the City of Alachua, Alachua County. The principal place of business and mailing address of this corporation shall be:

Frederick Brown & Sons, Incorporated
c/o Frederick H. Brown, Sr.
7333 Northwest 181st Terrace
Alachua, FL 32615

ARTICLE III - PURPOSE

The specific purpose(s) for which corporation is (are):

Frederick Brown & Sons Transport, Incorporated is specifically organized as a for profit company with the purpose of commercial carrier services.

ARTICLE IV - INITIAL REGISTERED AGENT

The name and street address of the initial registered agent shall be:

Josephine W. Brown
7333 Northwest 181st Terrace
Alachua, Florida 32615

ARTICLE V - OFFICERS

1. The offices held and the directors serving under the Articles of Incorporation will be:

- a. **Frederick H. Brown, S r. - President/CEO**
7333 N.W. 181st Street
Alachua, Florida 32615
- b. **Josephine W. Brown, Treasurer/Secretary**
7333 N.W. 181st Street
Alachua, Florida 32615

The above named persons will constitute the official board of directors.

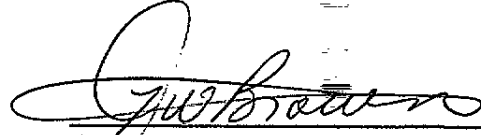
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ARTICLE VI - INCORPORATORS

The name(s) and the street addresses of the incorporators for these articles of incorporation are:



Frederick H. Brown, Sr. - President
7333 N.W. 81st Terrace
Alachua, FL 32615



Josephine W. Brown - Treasurer/Secretary
7333 N.W. 81st Terrace
Alachua, FL 32615



Jennifer E. Sanders
Northeast 6th Avenue
Gainesville, FL 32641

The above-named incorporators executed these Articles of Incorporation this 26th day of March, 1999.

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

PURSUANT TO THE PROVISIONS OF SECTION 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:

Frederick Brown & Sons, Incorporated

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

Josephine W. Brown

Name

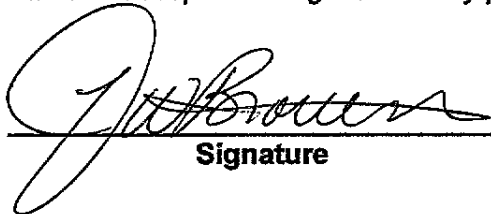
7333 Northwest 181st Terrace

Address

Alachua, FL 32615

City/State/Zip

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

3-29-99

Date

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TALLAHASSEE, FLORIDA