

*Richard C. Peper, Jr., P.A.*  
*Attorney at Law*

P99000036411

FAMILY LAW  
REAL ESTATE  
GENERAL TRIAL PRACTICE

3030 HARTLEY ROAD, SUITE 150  
JACKSONVILLE, FLORIDA 32257  
(904) 260-3600  
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April 9, 1999

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

500002843125--7  
-04/19/99--01009--010  
\*\*\*122.50 \*\*\*78.75


Re: Freightcare, Inc.

Dear Sir:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named new corporation for filing with the State of Florida. Also enclosed is my check in the amount of \$122.50 for the filing fee.

Please file the Articles and return the certificate and a certified copy of the Articles to me at your earliest convenience.

Sincerely,

  
Richard C. Peper, Jr.

RCP/shh  
Enclosures

FILED  
99 APR 19 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH APR 21 1999

ARTICLES OF INCORPORATION

of

FREIGHTCARE, INC.

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FILED  
99 APR 19 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
NAME AND PRINCIPAL OFFICE

The name of this corporation is:

FREIGHTCARE, INC.

The principal office and mailing address for this corporation shall be:

Route 2, Box 256  
Macclenny, FL 32063

ARTICLE II  
DURATION

This corporation shall exist perpetually.

ARTICLE III  
PURPOSE

This corporation is organized for the purpose of conducting any and all lawful business in the State of Florida.

ARTICLE IV  
CAPITAL STOCK

This corporation is authorized to issue 100 shares of no par value common stock.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 3030 Hartley Road, Suite 150, Jacksonville, Florida 32257, and the name of the initial registered agent of this corporation at that address is RICHARD C. PEPER, JR.

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have two initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Diwata C. Villanueva  
Route 2, Box 256  
Macclenny, FL 32063

Lamberto C. Villanueva  
Route 2, Box 256  
Macclenny, FL 32063

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the person signing these Articles  
is:

RICHARD C. PEPER, JR.  
3030 Hartley Road, Suite 150  
Jacksonville, Florida 32257

**ARTICLE VIII**  
**BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors, subject to the approval of the shareholders.

**ARTICLE IX**  
**INITIAL ISSUE AND TRANSFER OF STOCK**

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

Diwata C. Villanueva	100 shares
Lamberto C. Villanueva	

**ARTICLE X**  
**OFFICERS**

The name and post office address of the officer of this corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed and have qualified is as follows:

PRESIDENT: Diwata C. Villanueva

VICE PRESIDENT: Lamberto C. Villanueva

SECRETARY/  
TREASURER:

**ARTICLE XI**  
**POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE XII**  
**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XIII**  
**AMENDMENT**

This corporation, through its shareholders, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto.

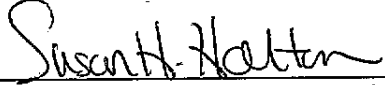
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of April, 1999.

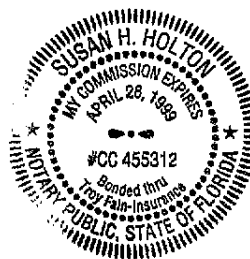
  
\_\_\_\_\_  
RICHARD C. PEPER, JR.

STATE OF FLORIDA  
COUNTY OF DUVAL

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared RICHARD C. PEPER, JR., known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein described.

WITNESS my hand and official seal this 12<sup>th</sup> day of April, 1999, at Jacksonville, Duval County, Florida.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
at Large  
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.


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Pursuant to Chapter 48.091, Florida Statutes, the  
following is submitted in compliance with said Act:

First, that FREIGHTCARE, INC., desiring to organize under  
the laws of the State of Florida with its principal office, as  
indicated in the Articles of Incorporation at City of Jacksonville,  
County of Duval and State of Florida, has named RICHARD C. PEPPER,  
JR., located at 3030 Hartley Road, Suite 150, Jacksonville, Florida  
32257, as its agent to accept service of process within the state.

ACKNOWLEDGMENT

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

  
\_\_\_\_\_  
RICHARD C. PEPPER, JR.

FILED  
99 APR 19 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA