

JUN 17 99

ACCOUNT NO. :

072100000032

REFERENCE :

278720.

162510A

**AUTHORIZATION:** 

COST LIMIT :

\$ 78.75

ORDER DATE :

June 17, 1999

ORDER TIME :

4:07 PM

ORDER NO.

278720-005

CUSTOMER NO:

162510A

CUSTOMER:

Ms. Elvi A. Escribano SOUTHEASTERN TRAILER & SOUTHEASTERN TRAILER &

7500 N.w. 82nd Place

Miami, FL 33166

DOMESTIC FILING

FREIGHT, INC. VERO-BEACH-OCEAN

Citrus Express, Inc.

Please give original submission date as file date.

100002908361--4

SECRETARY OF STATE TALLAHASSEE, FLORIDA

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON:

EXAMINER'S INITIALS:

Still PM 4: 42

RECEIVED



# FLORIDA DEPARTMENT OF STATE

Katherine Harris Secretary of State

June 21, 1999

CSC NETWORKS 1201 HAYS ST TALLAHASSEE, FL 32301

SUBJECT: CITRUS EXPRESS, INC.

Ref. Number: W99000014425

**RESUBMIT** 

Please give original submission date as file date.

ease bachdate. Thanks.

We have received your document for CITRUS EXPRESS, INC.. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name of the entity must be identical throughout the document.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall Document Specialist

Letter Number: 899A00033052

#### ARTICLES OF INCORPORATION

FILED

99 JUN 17 AM II: 00

SECRETARY OF STATE
TAILAHASSEE, FLORIDA

OF

CITRUS EXPRESS, INC.

The undersigned incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

# ARTICLE I NAME AND PRINCIPAL OFFICE OF CORPORATION

The name of this Corporation shall be CITRUS EXPRESS, INC.

The initial mailing address of the Corporation shall be 7500 NW 82 Place, Miami, Florida 33166.

# ARTICLE II NATURE OF BUSINESS

The general nature of the business and activities to be transacted and carried on by this Corporation is to transact all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, as hereafter amended and supplemented, and any successor statute thereto, as thereafter amended and supplemented.

The general purpose specified in the foregoing clauses of this Article shall, unless expressly limited, not be limited or restricted by reference to, or inference from, any provisions in this or any other Article of these Articles of Incorporation, which shall be regarded as independent purposes and shall be construed as powers as well as purposes.

### ARTICLE III STOCK

The total authorized capital stock of the Corporation shall be 100 shares of Common Stock, par value \$1.00 per share.

# ARTICLE IV INCORPORATOR

The name and street address of the Incorporator of this Corporation is as

follows:

Elvira A. Escribano 7500 N.W. 82 Place Miami, Florida 33166

# ARTICLE V TERM OF CORPORATE EXISTENCE

This Corporation shall exist perpetually unless dissolved according to law.

#### ARTICLE VI

## ADDRESS OF REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 7500 NW 82 Place, Miami, Florida 33166. The name of the initial Registered Agent of this Corporation at the above address shall be Elvira A. Escribano.

### ARTICLE VII NUMBER OF DIRECTORS

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) but not more than seven (7) persons, the exact number to be determined from time to time in accordance with the By-Laws, and until such time as the By-Laws have been adopted, the board of Directors shall consist of 2 people.

### ARTICLE VIII INITIAL BOARD OF DIRECTORS

The name and street address of the members of the initial board of Directors of this Corporation, who shall hold office until the First Annual Meeting of Shareholders, and thereafter until their successors are elected and have qualified, is as follows:

ANGEL J. DONES 15475 SW 42 Terrace, Miami, Florida 33185

RICHARD KRISSEL 8750 SW 63 Court, Miami, Florida 33143

### ARTICLE IX BY-LAWS

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the Shareholders or Directors in any manner permitted by the By-Laws.

# ARTICLE X FINANCIAL INFORMATION

The Corporation shall not be required to file a balance sheet and a profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the shareholders each fiscal year thereafter unless a resolution to the contrary has been adopted by the shareholders not later than four (4) months after the close of such year.

### ARTICLE XI AMENDMENT

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing incorporator to the foregoing Articles of Incorporation, has hereunto set her hand and seal this 14<sup>th</sup> day of June 1999.

Elvira A. Escribano

# CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Florida Statutes Sections 48.091 and 607.0501 the following is submitted:

CITRUS EXPRESS, INC. , desiring to organize as a corporation under the laws of the State of Florida, has designated, 7500 NW 82 Place, Miami, Florida 33166, as its initial Registered Office and has named Elvira A. Escribano, located at 7500 N.W. 82 Place, Miami, Florida 33166 as its initial Registered Agent.

/ Y Way U - / January Seribano, Incorporator

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

Elvira A. Escribano, Registered Agent

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