

LAW OFFICES
NEILL, GRIFFIN, JEFFRIES, FOWLER, TIERNEY & NEILL

CHARTERED
311 SOUTH SECOND STREET
SUITE 200

RICHARD V. NEILL
CHESTER B. GRIFFIN
MICHAEL JEFFRIES
MICHAEL D. FOWLER
J. STEPHEN TIERNEY, III
RICHARD V. NEILL, JR.
RENÉE C. MAROU

FORT PIERCE, FLORIDA 34950

August 10, 1999

MAILING ADDRESS:
POST OFFICE BOX 1270
FORT PIERCE, FL 34954
TELEPHONE (561) 464-8200
FAX (561) 464-2566

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

RE: A & T Trucking, Inc.

700002958057--1
-08/12/99--01062--002
*****78.75 *****78.75

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation of A & T TRUCKING, INC. Please file the original, certify and indicate the filing date on the copy, and return the certified copy to me.

Also enclosed is our firm check in the amount of \$78.75 for the following fees:

a)	Articles of Incorporation filing fee	\$35.00
b)	Certified copy of Articles	8.75
c)	Resident Agent Designation fee	<u>35.00</u>
		\$78.75

If the corporate name requested is not available, please call us immediately. Thank you for your cooperation in this matter.

Sincerely yours,

Richard V. Neill

RVN/hg
Encls.

FILED
99 AUG 12 PM 5:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED
99 AUG 12 PM 5:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
A & T TRUCKING, INC.**

The undersigned incorporator, a natural person competent to contract, hereby subscribes to these Articles of Incorporation to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: A & T TRUCKING, INC.

ARTICLE II - NATURE OF BUSINESS

The nature of the business to be transacted by this corporation shall be to engage in any lawful activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of ONE DOLLAR (\$1.00) per share, with the consideration to be paid for each share to be in money, property, or services, as may be fixed by the Board of Directors.

The corporation is authorized to issue only one (1) class of stock. Should it become the purpose and intention of the incorporator hereto that this corporation be established as a Subchapter S corporation, then in that case, all applicable Internal Revenue Code regulations and other controlling legislation pertaining to and/or authorizing Subchapter S corporations are specifically incorporated into these Articles of Incorporation. The incorporator will comply with and/or file with the Internal

Revenue Service the appropriate documents for implementation as a Subchapter S corporation. Any future legislation applicable to Subchapter S corporations shall be construed to apply to this corporation in order that this corporation may comply with and maintain, at the direction of the incorporators, its Subchapter S status.

ARTICLE IV - TERM

This corporation shall have perpetual existence.

ARTICLE V - ADDRESS

The initial street address of the principal office of this corporation is to be: 311 South 2nd Street, Ft. Pierce, Florida 34950. The board of directors may, from time to time, move the principal office to any other address in the state of Florida.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 311 South 2nd Street, Ft. Pierce, Florida 34950, and the name of the initial registered agent of this corporation is RICHARD V. NEILL.

ARTICLE VII - DIRECTOR

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Board of Directors or the shareholders in accordance with the By-laws of this corporation, but there shall never be less than one (1) director. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may authorize and require the payment of the

reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude the directors from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII - INITIAL INCORPORATOR AND DIRECTOR

The name and street address of the initial incorporator signing these Articles, and Board of Directors of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
RICHARD V. NEILL	311 South 2nd Street Ft. Pierce, Florida 34950

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock issued and entitled to be voted, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles be made.

ARTICLE X - BY-LAWS

The power to adopt, alter, amend, or repeal the By-laws of this corporation shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator does set his hand and seal, and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 10th day of August, 1999.

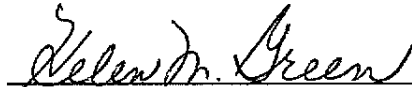


RICHARD V. NEILL

STATE OF FLORIDA
COUNTY OF ST. LUCIE

I HEREBY CERTIFY that on this day, before me, a notary public, duly authorized in the State and County above-named to take acknowledgments, personally appeared RICHARD V. NEILL, to me known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 10th day of August, 1999.



NOTARY PUBLIC, State of Florida
at Large. HELEN M. GREEN

My Commission Expires: 7/22/2002



Helen M. Green
Commission # CC 751202
Expires July 22, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

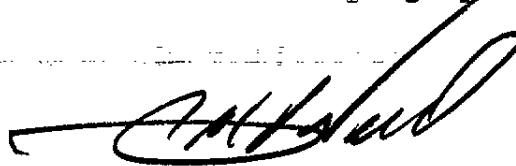
DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

Pursuant to the Florida General Corporation Act, Chapter 48,
Florida Statutes, the following is submitted, in compliance with
said act:

That A & T TRUCKING, INC., desiring to organize as a
corporation, under the laws of the State of Florida with its
registered office at 311 South 2nd Street, Ft. Pierce, Florida
34950, has named RICHARD V. NEILL, located at the above registered
office, as its registered agent to accept service of process
within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-
stated corporation, at the place designated in this certificate, I
hereby agree to act in this capacity, and further agree to comply
with the provisions of said act relative to keeping open said
office.



RICHARD V. NEILL
Registered Agent

DATED: August 10th 1999.

FILED
99 AUG 12 PM 5:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA