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FOREIGN PROFIT/NONPROFIT CORPORATION

R2 Logistics, Inc.

Certificate of Status	0
Certified Copy	0
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

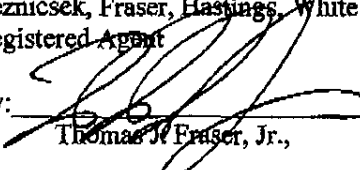
JAN 5 A 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation is R2 Logistics, Inc.
2. The Corporation was incorporated under the laws of the State of Michigan on December 7, 2004. The duration of the Corporation is perpetual.
3. The Corporation's principal office and mailing address is 4500 Salisbury Road, Suite 100, Jacksonville, Florida 32216.
4. The purpose of the Corporation in the State of Michigan and in the State of Florida is transportation.
5. The Name and Address of the registered agent is Reznicek, Fraser, Hastings, White & Shaffer, P.A., 4230 Pablo Professional Court, Suite 200, Jacksonville, Florida 32224

Registered Agent's Acceptance:

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Reznicek, Fraser, Hastings, White & Shaffer, P.A.
Registered Agent

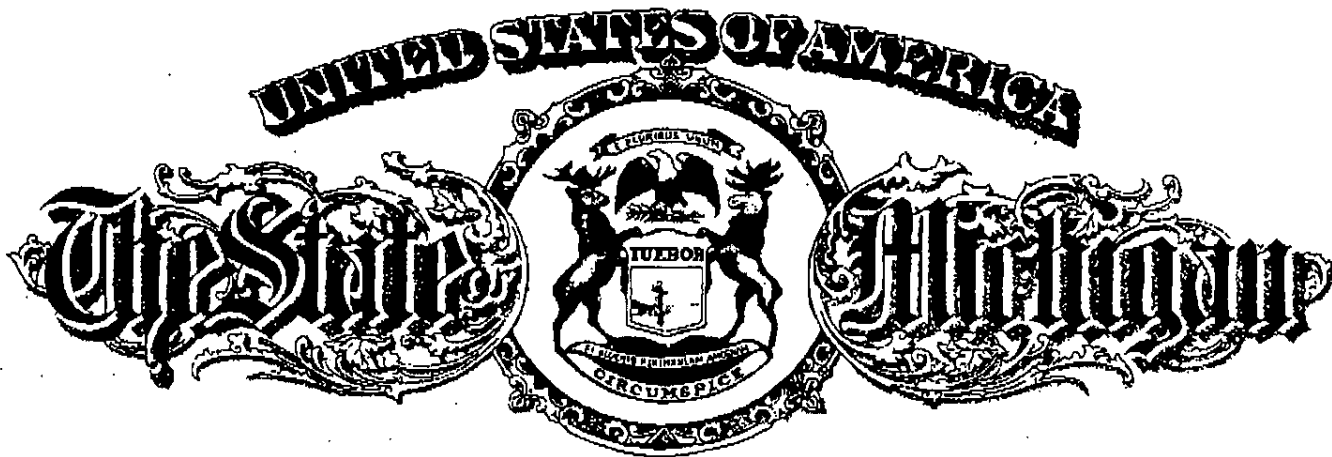
By: 
Thomas J. Fraser, Jr.,

6. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.
7. The names and addresses of the Officers and Directors of the Corporation are as follows:

Arthur R. Gase CFO and Director
1228 Garrison Drive
St. Augustine, FL 32092

Benjamin A. Gase President and Director
1031 First St. Condo #604
Jacksonville Beach, FL 32250


Arthur R. Gase, Chief Financial Officer



Department of Energy, Labor & Economic Growth

Lansing, Michigan

This is to Certify That

R2 LOGISTICS, INC.

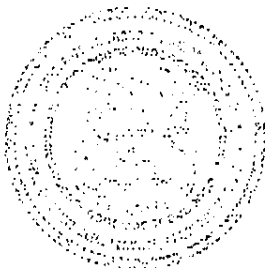
was validly incorporated on December 7, 2004, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 30th day of December, 2009.

[Signature] Director

Bureau of Commercial Services