

FILED
In the Office of the
Secretary of State of Texas

JUL 26 1993

ARTICLES OF INCORPORATION

Corporations Section

I, the undersigned natural person of the age of eighteen (18) years or more, being a citizen of the State of Texas, acting as Incorporator of a corporation under the Texas Business Corporation Act (the "Act"), do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE ONE

The name of the corporation is as follows:

Garrett's Moving & Storage, Inc.

ARTICLE TWO

The period of the corporation's duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Texas Business Corporation Act and further to buy, sell, and deal in real property, personal property, and services, subject to Part Four, Texas Miscellaneous Corporation Laws Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have the authority to issue is Ten Thousand (10,000) of par value of Two Cents (\$.02) each.

ARTICLE FIVE

The corporation shall not commence business until it has received consideration of the value of One Thousand Dollars (\$1000.00) consisting of money, labor done, or property actually received, for the issuance of its shares.

ARTICLE SIX

The street address of the corporation's registered office is William Garrett Ware and the name of the initial registered agent at this address is 849 Bowie, Garland, Texas 75040.

ARTICLE SEVEN

The number of directors constituting the initial Board of Directors is one and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and qualified is:

William Garrett Ware
849 Bowie
Garland, Texas 75040

ARTICLE EIGHT

The pre-emptive rights of shareholders granted by Art. 2.22-1 of the Act shall exist except as limited by said law.

ARTICLE NINE

The right of shareholders to cumulate votes as provided in Art. 2.29 D of the Act shall exist.

ARTICLE TEN

After adoption thereof by the directors at the initial meeting of the corporation, the right to change the bylaws shall be reserved to the shareholders.

ARTICLE ELEVEN

No director of the Corporation shall be personally liable to the corporation or its shareholders for monetary damages for an act or omission in such director's capacity as a director, except for liability for (i) a breach of the director's duty of loyalty to the corporation or its shareholders; (ii) an act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; (iv) an act or omission for which the liability of a director is expressly provided by statute; or (v) an act related to an unlawful stock repurchase or payment of a dividend. If the laws of the State of Texas are hereafter amended to authorize corporate action further eliminating or limiting the personal liability of a director of the corporation, then the liability of a director of the corporation shall thereupon automatically be eliminated or limited to the fullest extent permitted by such laws. Any repeal or modification of this Article by the shareholders of the corporation shall not adversely affect any right or protection of a director existing at the time of such repeal or modification with respect to such events or circumstances occurring or existing prior to such time.

ARTICLE TWELVE

Corporate action may be taken by written consent of shareholders representing a sufficient number of shares to take the desired action at a shareholders' meeting.

ARTICLE THIRTEEN

No holder of any shares of the Corporation shall transfer, assign, sell or otherwise dispose of the shares of stock owned by him or her or of the certificate or certificates representing such shares until and unless such shares shall have been first offered to the Corporation at a price which shall be equal to the book value of any share so offered.

Such offer shall be in writing and shall remain open for a period of thirty (30) days. In the event the Corporation declines the offer or does not signify its acceptance within this thirty (30) day period, then a similar offer in writing shall be made to all stockholders of record as of the date of the original offer to the Corporation, the number of shares to be offered to be prorated among the stockholders in accordance with their then holdings. Such offer must be at the same price and upon the terms as the shares were first offered to the Corporation. Such offer must be in writing and must remain open for thirty (30) days. If any stockholder declines to purchase the shares allotted to him, the shares may be purchased by other stockholders during the thirty day period without respect to the number of shares then held by the purchasers. If all shares have not been accepted by the end of the second thirty day period, then the offeror shall be authorized to otherwise sell or dispose of whatever shares are remaining of the stock so offered for sale, which shares shall thereafter be freely transferable and no longer subject to this provision.

Upon the death of any stockholder, the executor, administrator or other legal representative of the decedent shall, within thirty (30) days after qualification of such, sell to and the Corporation shall buy all of the shares of stock then owned by the decedent at a price equal to the book value of such shares. Book value shall be determined as of the last day of the calendar month in which the stockholder dies.

This provision shall not bar a transfer, assignment, specific bequest, sale or gift of shares of stock of the Corporation to a member of the transferor's immediate family who shall take, however, subject to all restrictions and limitations as if the said transferee were the original stockholder.

ARTICLE FOURTEEN

The name and address of the incorporator is John F. Williams, Jr., 18333 N. Preston Rd., #400, LB 5, Dallas, Texas 75252.

IN WITNESS WHEREOF, I have hereunto set my hand on this 22nd day of July, 1993.

John F. Williams, Jr.
John F. Williams, Jr., Incorporator