

N96000002182

FILED
APR 22 PM 12:30
Only
TALLAHASSEE, FLORIDA

4/19/96

Requester's Name: DBR

Address: _____

City: _____ State: _____ ZIP: _____ Phone: _____

VALIDATION ONLY

400001789094
-04/22/96--01045--030
****122.50 ****122.50

CORPORATION(S) NAME

SAFE DRIVER EXPRESS, INC



Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CHESLEY

CERTIFIED COPY

ARTICLES OF INCORPORATION
OF
SAFE DRIVER EXPRESS, INC.

FILED
95 APR 22 PM 12:30
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a non-profit corporation under the laws of the State of Florida.

ARTICLE I

The name of the proposed corporation is **SAFE DRIVER EXPRESS, INC.**

ARTICLE II

The general nature of the business to be transacted by this corporation shall be to engage in any activity or business entailing the driving of persons to and from restaurants and other establishments after consuming alcoholic beverages as permitted under the laws of the United States and the State of Florida and to have and exercise any and all other powers conferred by the Laws of Florida upon corporations formed in the State of Florida.

ARTICLE III

The maximum number of memberships that this corporation is authorized to issue and have outstanding at any one time is 1,000.00 memberships.

The address of the initial office of this corporation is 512 Clomatis Street, West Palm Beach, Florida. The name of the initial registered agent at that address is T.G. BROWN, ESQUIRE.

ARTICLE IV

The amount of capital with which this corporation shall begin business is not less than Five Hundred Dollars (\$500.00).

ARTICLE V

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI

The initial street address of the principal office of this corporation in the State of Florida will be 324 Datura Street, Suite 312, West Palm Beach, Florida. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

The initial number of directors of the corporation shall be three (three). The number of directors may be increased from time to time by by-laws adopted by the members and authorized by law.

In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the remaining director shall elect a successor or successors to serve

for the unexpired term of the director or directors, the absence of which created such vacancy or vacancies.

ARTICLE VIII

The names and addresses of the subscribers of the Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
T. G. BROWN,	324 Datura Street Commerce Center, Suite 312 West Palm Beach, Florida 33401

ARTICLE IX

Cumulative voting may be permitted by the terms of the By-laws.

ARTICLE X

The registered office and registered agent of this corporation shall be:

T. G. BROWN, ESQ.	324 Datura Street Commerce Center, Suite 312 West Palm Beach, Florida 33401
-------------------	---

I hereby accept the position of registered agent of this corporation.



T. G. BROWN, ESQUIRE

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of

N96000002182

LAW OFFICES

JERRI M. BLANEY, P.A.

SUITE 203, PROSPERITY GARDENS

11380 PROSPERITY FARMS ROAD

PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE
(407) 624-0291

LICENSED IN
FLORIDA
OHIO

May 31, 1996

FILED
96 JUL 26 AM 9:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

300001854463
-06/06/96--01119--013
*****87.50 *****87.50

RE: Safe Driver Express, Inc.

Dear Sir or Madam:

Please file the enclosed Restated Articles of Incorporation for the above-named corporation.

I have enclosed a duplicate original of the Articles to be certified and returned to me in the self-addressed stamped envelope provided. A check in the amount of \$87.50 is enclosed to cover your fees as follows:

Filing Fee \$35.00
Certified Articles \$52.50

Please do not hesitate to call me if you have any questions.

Very truly yours,

Jerri M. Blaney
Jerri M. Blaney, P.A.

JMB/sgi
Enclosures

Restated Art.

JUL 30 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 14, 1996

JERRI M. BLANEY, P.A.
11380 PROSPERITY FARMS RD.
SUITE 203
PALM BEACH GARDENS, FL 33410

SUBJECT: SAFE DRIVER EXPRESS, INC.
Ref. Number: N96000002182

We have received your document for SAFE DRIVER EXPRESS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 196A00029650

*Rec'd 7/11
DOS*

LAW OFFICES
JERRI M. BLANEY, P.A.
SUITE 203, PROSPERITY GARDENS
11380 PROSPERITY FARMS ROAD
PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE
(407) 624-0201

LICENSED IN
FLORIDA
OHIO

July 9, 1998

*Ms. Velma Shepard
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314*

RE: *Safe Driver Express, Inc.*

Dear Ms. Shepard:

The enclosed Restated Articles of Incorporation are hereby resubmitted for filing. Pursuant to your letter of June 14, 1998, I have included a Certificate setting forth adoption of the restatement by the members and board of directors.

Also enclosed is a duplicate original of the Articles to be certified and returned to me in the self-addressed stamped envelope provided. The check in the amount of \$87.50 which was provided with the original submission dated May 31, 1998, should cover the fees for filing and certifying the Articles.

Please do not hesitate to call me if you have any questions.

Very truly yours,

Jerri M. Blaney, P.A./sji

Jerri M. Blaney, P.A.

JMB/sji
Enclosures

Rec'd 7/11



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 15, 1996

JERRI M. BLANEY, P.A.
SUITE 23, PROSPERITY GARDENS
11380 PROSPERITY FARMS ROAD
PALM BEACH GARDENS, FL 33410

SUBJECT: SAFE DRIVER EXPRESS, INC.
Ref. Number: N96000002182

We have received your document for SAFE DRIVER EXPRESS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

If the Registered Agent is changing then the change must be stated in the Restated Articles listing the new Registered Agent and his/her address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 196A00034236

LAW OFFICES
JERRI M. BLANEY, P.A.
SUITE 203, PROSPERITY GARDENS
11380 PROSPERITY FARMS ROAD
PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE
(407) 624-0791

LICENSED IN:
FLORIDA
OHIO

July 25, 1996

*Ms. Velma Shepard
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314*

RE: Safe Driver Express, Inc.

Dear Ms. Shepard:

Please file the enclosed Restated Articles of Incorporation, revised in accordance with your letter dated July 15, 1996. I have enclosed a copy of the Articles to be certified and returned to me in the self-addressed stamped envelope provided. A check for \$87.50 for filing and certification was submitted with the original filing on May 31, 1996.

Please do not hesitate to call me if you have any questions.

Very truly yours,

Jerri M. Blaney
Jerri M. Blaney, P.A.

JMB/sgi
Enclosures

Rec'd 6/26

RESTATED
ARTICLES OF INCORPORATION
OF
SAFE DRIVER EXPRESS, INC.
A CORPORATION NOT FOR PROFIT

FILED
96 JUL 26 AM 9:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, being all of the directors of the corporation, hereby amend the previous Articles of Incorporation pursuant to Florida Statutes §617.017 and §617.0201 regarding a corporation not for profit under Florida Statutes §617.01 et seq. and hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is SAFE DRIVER EXPRESS, INC. The address of the corporation's principal office and mailing address is 1409 10th Street, Lake Park, Florida 33403.

ARTICLE TWO

The purposes for which the corporation is formed are:

- (1) To drive persons to and from restaurants and other establishments at which such persons consume alcoholic beverages;
- (2) To prevent drunk driving;
- (3) To collect and otherwise raise money for the purposes stated herein;
- (4) To cooperate with federal, state, and local government agencies to achieve the purposes stated herein; and
- (5) To do everything lawful, necessary, suitable, and proper to attain the charitable purposes set forth herein.

ARTICLE THREE

The conditions and regulations of membership and the rights and privileges of the classes of membership shall be determined and fixed by the bylaws.

ARTICLE FOUR

The term of existence of this corporation is perpetual.

ARTICLE FIVE

The name and street address of the incorporator is T. G. Brown, 324 Datura Street, Commerce Center, Suite 312, West Palm Beach, Florida 33411.

ARTICLE SIX

The names and addresses of subscribers are:

James C. Baber III	7807 Steeplechase Drive Palm Beach Gardens, Florida 33418
Kathy Baber	7807 Steeplechase Drive Palm Beach Gardens, Florida 33418
Jerri Blaney	2590 Hope Lane Palm Beach Gardens, Florida 33410

ARTICLE SEVEN

There shall be seven (7) members of the Initial Board of Directors of the corporation, but the bylaws may provide for such increase in members thereof as is authorized by law. The names and addresses of the persons to serve as Directors until the first election are as follows:

Evelyn M. Baber	851 Country Club Court North Palm Beach, Florida 33408
James C. Baber III	7807 Steeplechase Drive Palm Beach Gardens, Florida 33418
Gene Sessa	2641 Mohawk Circle West Palm Beach, Florida 33409
Kathy Baber	7807 Steeplechase Drive Palm Beach Gardens, Florida 33418
Janet Baber Parasma	5327 Sea Biscuit Road Palm Beach Gardens, Florida 33418
Jerri Blaney	2590 Hope Lane Palm Beach Gardens, Florida 33410
Ron Sellars	4109 Hickory Drive Palm Beach Gardens, Florida 33418

ARTICLE EIGHT

The officers of the corporation are to be a president, vice president, treasurer, and secretary. Such officers shall be appointed annually by the Board of Directors. The names of persons who are to serve as officers until the first election are:

James C. Baber III	President
Gene Sessa	Vice President

Stovo Kirkpatrick	Vice President
Kathy Baber	Secretary
Janet Baber Parismo	Treasurer/Assistant Secretary

ARTICLE NINE

The bylaws of the corporation are to be made, altered, or rescinded by the Board of Directors.

ARTICLE TEN

These Articles of Incorporation may be amended by the Board of Directors of the corporation. Such amendments may be proposed and adopted as provided in the bylaws of the corporation.

ARTICLE ELEVEN

The private property of members of the corporation shall not be liable for corporate debts.

ARTICLE TWELVE

(1) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any director or officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no director or officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. Upon dissolution of the corporation, any remaining assets after payment of outstanding liabilities shall be contributed to any one or more 501(c)(3) qualifying tax exempt organizations.

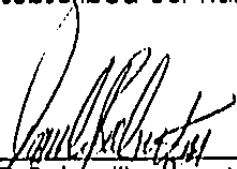
(2) No substantial part of the activities of the corporation shall be carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

(3) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization exempt from taxation under Florida Statutes and Section 501(c)(3) of the Internal Revenue Code of 1954 and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

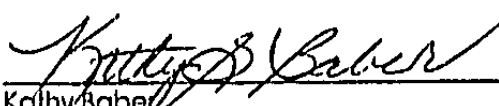
ARTICLE THIRTEEN

The name and address of the resident agent for this corporation to accept service of process within the state of Florida is Jerri M. Blaney, 11380 Prosperity Farms Road, Suite 203, Palm Beach Gardens, Florida 33410.

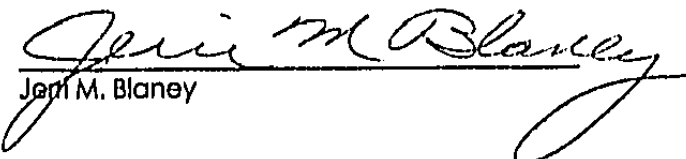
IN WITNESS WHEREOF, we have hereunto subscribed our names effective the 30th day of May, 1996.



James C. Baber III, President



Kathy Baber



Jerri M. Blaney

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me effective the 30th day of May, 1996, by James C. Baber III, who is personally known to me or who has produced a Florida drivers license as identification and who did take an oath.

Sheri G. Terardi
Signature of Notary Public

Sheri G. Terardi
Printed Name of Notary Public

STATE OF FLORIDA)
COUNTY OF PALM BEACH)



SHERI G TERARDI
My Commission CC830440
Expires Mar. 12, 2000

The foregoing instrument was acknowledged before me effective the 30th day of May, 1996, by Kathy Baber, who is personally known to me or who has produced a Florida drivers license as identification and who did take an oath.

Sheri G. Terardi
Signature of Notary Public

Sheri G. Terardi
Printed Name of Notary Public

STATE OF FLORIDA)
COUNTY OF PALM BEACH)



SHERI G TERARDI
My Commission CC830440
Expires Mar. 12, 2000

The foregoing instrument was acknowledged before me effective the 30th day of May, 1996, by Jerri M. Blaney, who is personally known to me or who has produced a Florida drivers license as identification and who did take an oath.

Sheri G. Terardi
Signature of Notary Public

Sheri G. Terardi
Printed Name of Notary Public



SHERI G TERARDI
My Commission CC830440
Expires Mar. 12, 2000

CERTIFICATE

The Restated Articles of Incorporation of Safe Driver Express, Inc. were adopted by majority agreement of the members of Safe Driver Express, Inc., and the number of votes cast for the amendment was sufficient for approval. The restatement was adopted by the Board of Directors, and the number of votes cast for the amendment was sufficient for approval. The restatement was adopted May 30, 1996.

SAFE DRIVER EXPRESS, INC.

By 
James C. Baber, III, President

By 
Kathy Baber, Secretary

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

SAFE DRIVER EXPRESS, INC., a corporation not for profit organized under the laws of the State of Florida, with its principal office at 1409 10th Street, Lake Park, Florida 33403, County of Palm Beach, State of Florida, has named Jerri M. Blaney, Esq., 11380 Prosperity Farms Road, Suite 203, Palm Beach Gardens, Florida 33410, as its agent to accept service of process within this state.

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
James C. Baber III	President	7807 Steeplechase Drive Palm Beach Gardens, Florida 33418
Gene Sessa	Vice President	2641 Mohawk Circle West Palm Beach, Florida 33409
Steve Kirkpatrick	Vice President	3900 County Line Road Tequesta, Florida 33469
Kathy Baber	Secretary	7807 Steeplechase Drive Palm Beach Gardens, Florida 33418
Janet Baber Parasmio	Treasurer/ Assistant Secretary	5327 Sea Biscuit Road Palm Beach Gardens, Florida 33418

DIRECTORS

Evelyn M. Baber	851 Country Club Court North Palm Beach, Florida 33408
James C. Baber III	7807 Steeplechase Drive Palm Beach Gardens, Florida 33418
Gene Sessa	2641 Mohawk Circle West Palm Beach, Florida 33409

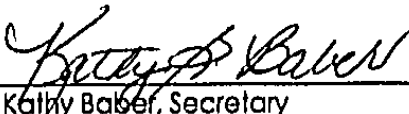
Kathy Baber 7807 Stoopchase Drive
Palm Beach Gardens, Florida 33418

Janel Baber Paramo 5327 Sea Biscuit Road
Palm Beach Gardens, Florida 33418

Ron Sellars 4109 Hickory Drive
Palm Beach Gardens, Florida 33418

Jeri Blaney 2590 Hope Lane
Palm Beach Gardens, Florida 33410

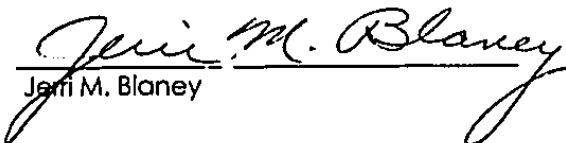
By: 
James C. Baber III, President

By: 
Kathy Baber, Secretary

ACCEPTANCE:

I agree as Resident Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

Registered Agent


Jeri M. Blaney