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ACCOUNT NO. : 072100000032

REFERENCE : 568214 4312129

AUTHORIZATION :

Patricia Kelly

COST LIMIT : \$ 78.75

ORDER DATE : January 28, 2000

ORDER TIME : 11:31 AM

ORDER NO. : 568214-005

300003114573-0

CUSTOMER NO: 4312129

CUSTOMER: Ms. Patricia Kelly  
DICKENSON MURDOCH REX & SLOAN,  
DICKENSON MURDOCH REX & SLOAN,  
Suite 410  
980 North Federal Highway  
Boca Raton, FL 33432

DOMESTIC FILING

NAME: GEM ELECTRIC MOTOR CARS OF  
SOUTH FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED  
00 JAN 23 PM 12:52  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

RECEIVED  
00 JAN 28 PM 12:52  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

12818

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 JAN 28 PM 12:52

**ARTICLES OF INCORPORATION**  
**OF**  
**GEM ELECTRIC MOTOR CARS OF SOUTH FLORIDA, INC.**

**ARTICLE I.**

**NAME**

The name of the corporation is:

**GEM ELECTRIC MOTOR CARS OF SOUTH FLORIDA, INC.**

**ARTICLE II.**

**DURATION**

This Corporation shall have perpetual existence.

**ARTICLE III.**

**PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV.**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this Corporation is 901 N.W. 31st Avenue,  
Pompano Beach, Florida 33060.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 901 N.W. 31st Avenue, Pompano Beach, Florida 33060, and the name of the initial registered agent of this Corporation at that address is Jerry Barding.

ARTICLE VI.

BOARD OF DIRECTORS

This Corporation shall have one (1) director initially.

The number of directors may be increased or decreased from time to time by the By-Laws.

The name and address of the initial director is:

JERRY BARDING  
901 N.W. 31ST AVENUE,  
POMPAÑO BEACH, FLORIDA 33060

ARTICLE VII.

CAPITAL STOCK

This Corporation is authorized to issue SEVEN THOUSAND FIVE HUNDRED (7,500) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

JERRY BARDING  
901 N.W. 31ST AVENUE,  
POMPANO BEACH, FLORIDA 33060

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

The Corporation shall indemnify any officer, director, employee or agent or any former officer, director, employee or agent to the full extent permitted by law.

ARTICLE XIII.

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

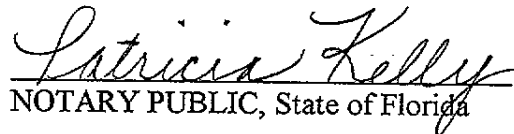
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27<sup>th</sup> day of JANUARY, 2000.

  
JERRY BARDING

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 7 day of January, 2000, by Jerry Barding. He ☐ is personally known to me, or ☒ produced Florida Driver License as identification.



  
NOTARY PUBLIC, State of Florida

[SEAL]

Printed Name of Notary/Serial Number

My Commission Expires:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 JAN 28 PM 12:52

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned being named as Registered Agent to accept service of process of JERRY BARDING, at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date: This \_\_\_\_\_ day of JANUARY, 2000.

  
JERRY BARDING

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1/26/00