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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

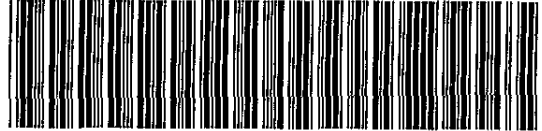
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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08/10/05--01010--006 \*\*78.75

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PUBLIC AFFAIRS  
AUG 10 10 15 AM '05

J. Shivers AUG 10 2005

*Law Office of Terence Matthews*

*Chartered*

*5190 26th Street West, Suite D*

*Bradenton, Florida 34207*

*(941) 755-8583*

*Fax (941) 753-8479*

August 5, 2005

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32301

Re: Top Notch Limousine, Inc.

Dear Ladies:

Please find enclosed the original and a duplicate copy of the Articles of Incorporation of this proposed corporation and the Acceptance of the Registered Agent.

Will you kindly endorse your approval of the Articles of Incorporation, certify and return same to us at your earliest convenience.

I am enclosing a check payable to your order in the sum of \$78.75 to cover the following:

Filing Fee	35.00
Certified Copy	8.75
Registered Agent Certification	<u>35.00</u>
TOTAL	78.75

Thank you for your attention to this matter.

Sincerely,

*Cheryl Todt*

Cheryl Todt  
Legal Assistant to  
Terence Matthews

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 AUG 10 PM 1:56

**ARTICLES OF INCORPORATION**

**OF**

**TOP NOTCH LIMOUSINE, INC.**

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**ARTICLE I--NAME and PRINCIPAL PLACE OF BUSINESS AND INITIAL  
OFFICERS AND DIRECTORS OF THIS CORPORATION**

The name of this corporation is TOP NOTCH LIMOUSINE, INC. and its principal place of business is 1125 Mallorca Drive, Bradenton, Florida, 34209; the initial Directors are DONALD SHEFFIELD, CHARLES CARPENTER, JOHN MANN and JANE MANN; the initial President is DONALD SHEFFIELD; the initial Vice President is CHARLES CARPENTER; the initial Secretary is JOHN MANN, and the initial Treasurer is JANE MANN.

**ARTICLE II--DURATION**

This corporation shall exist perpetually.

**ARTICLE III--PURPOSE**

This corporation is organized for the purpose of any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV-POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE V-CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of common stock having a par value of one (1) dollar per share.

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FIELD  
SECRETARY OF STATE  
VISION OF FLORIDA

#### ARTICLE VI-PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase his pro-rata share of any new stock of this corporation of the same kind, class or series as that which he already holds at the price at which it is offered to all other stockholders.

#### ARTICLE VII--INITIAL OFFICE AND RESIDENT AGENT

The street address of the initial registered office of this corporation is 5190 26th Street West, Suite D, Bradenton, Florida 34207, and the name of the initial registered agent of this corporation at that address is TERENCE MATTHEWS..

#### ARTICLE VIII-MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation will be managed under the direction of the shareholders of this corporation; the act of stockholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be entitled to one vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

#### ARTICLE IX--INCORPORATORS

The name and address of the person signing these Articles is JANE MANN, Post Office Box 14160, Bradenton, Florida 34280.

ARTICLE X-BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

ARTICLE XI-INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

ARTICLE XII-AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 5th day of August, 2005.

Jane Mann L.S.  
JANE MANN, Incorporator

STATE OF FLORIDA  
COUNTY OF MANATEE

Before me, a notary public authorized to take acknowledgment in the state and county set forth above, personally appeared JANE MANN, known to me and known by me to be the persons signing these Articles of Incorporation, and acknowledged before me that she executed these Articles of Incorporation freely.

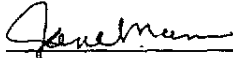
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 5th day of August, 2005.

Ceryle D. Todd  
Notary Public State of Florida



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

Pursuant to Section 48.091, Florida Statutes, the following is submitted: that TOP  
NOTCH LIMOUSINE, INC. desiring to organize under the laws of the State of Florida  
with its principal office, as indicated in the Articles of Incorporation, in the City of  
Bradenton, County of Manatee, State of Florida, has named TERENCE MATTHEWS,  
County of Manatee, State of Florida, as its agent to accept service of process within the  
State of Florida.

  
\_\_\_\_\_  
JANE MANN, Incorporator

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FILED  
CLERK OF STATE  
TALLAHASSEE  
FLORIDA

ACKNOWLEDGEMENT

Having been named to accept service of process for the above named corporation, at  
the place designated in this Certificate, I hereby accept such appointment and agree to act  
in this capacity, and agree to comply with the provision of law relating to keeping said  
office open.

  
\_\_\_\_\_  
TERENCE MATTHEWS, Registered Agent