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ACCOUNT NO. : 072100000032

REFERENCE : 467662 105581A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 122.50

ORDER DATE : July 18, 1997

ORDER TIME : 1:32 PM

ORDER NO. : 467662-005

CUSTOMER NO: 105581A

400002242144--6

CUSTOMER: Len Aronoff, Esq
LEN ARONOFF, ESQ

1801 Lee Road, Suite 301

Winter Park, FL 32789

DOMESTIC FILING

NAME: FLEETWOOD LIMOUSINE, 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: Kim Clemons

EXAMINER'S INITIALS: _____

TALLAHASSEE, FLORIDA
97 JUL 18 PM 4:08
97 JUL 13 PM 3:27
RECORDED

EN JUL 18 1997 6

Articles of Incorporation
of
FLEETWOOD LIMOUSINE, INC.

FILED
97 JUL 18 PM 4:08

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is FLEETWOOD LIMOUSINE, INC.

The mailing address of the corporation is :

5704 Bayside Drive
Orlando, Florida 32819

ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

The general purpose for which the corporation is organized is to engage in general and related business and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United State, or by the foreign country. Additionally, to engage in any business or occupation

that is lawful in the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of stock, with a par value of .10¢ per share. All 1000 shares shall be issued upon incorporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

Len Aronoff, Esq.
1801 Lee Road, Suite 306
Winter Park, Florida 32789

Initial Principal Office:

5704 Bayside Drive
Orlando, Florida 32819

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial director is:

Nida Abu-Rish
5704 Bayside Drive
Orlando, Florida 32819

ARTICLE VII - INCORPORATOR(S)

The name and address of the incorporator(s) signing these Articles of Incorporation are:

Nida Abu-Rish
5704 Bayside Drive
Orlando, Florida 32819

ARTICLE VIII - INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE IX - AMENDMENT OF THE ARTICLES

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

EXECUTED by the undersigned at Orlando, Florida, this 15
day of July, 1997.



Nida Abu-Rish

STATE OF FLORIDA:
 :SS
COUNTY OF ORANGE:

BEFORE ME, the undersigned authority, duly authorized in the State and County aforesaid, personally appeared Nida Abu-Rish, to me known to be the person described as the subscriber, who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to the Articles of

Incorporation.

WITNESS my hand and seal this 15 day of July, 1997.

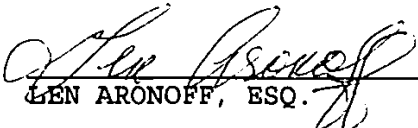

Dorothy Reisch

DOROTHY REISCH
My Commission CC365988
Expires Apr. 10, 1998
Bonded by HAI
800-422-1656

ACCEPTANCE BY REGISTERED AGENT

I, Len Aronoff, agree to accept the designation of Registered Agent for Fleetwood Limousine Inc., and as such Registered Agent, I agree to accept Service of Process and to comply with all other requirements of Florida Statute, Chapter 607 which apply to my capacity as Registered Agent.

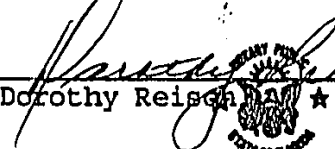

DATED this 15th day of July, 1997.


LEN ARONOFF, ESQ.

STATE OF FLORIDA:
 : ss
COUNTY OF ORANGE:

BEFORE ME, the undersigned authority, duly authorized in the State and County aforesaid, personally appeared Len Aronoff, to me known to be the person described as the subscriber, who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to the Articles of Incorporation.

WITNESS my hand and seal this 15 day of July, 1997..


Dorothy Reisch

DOROTHY REISCH
My Commission CC382893
Expires Apr. 10, 1998
Bonded by HAI
800-422-1656

CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF
FLORIDA, AND NAMING THE REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Statues 48.091 and 607.034 of the Florida Statutes, the following is submitted:

1. FLEETWOOD LIMOUSINE, INC., desiring to qualify under the laws of the State of Florida, with its principal place of business in the City of Orlando, State of Florida, has named LEN ARONOFF located at 1801 Lee Road, Suite 306, Winter Park, Florida 32789, as its Registered Agent to accept service of process within the State of Florida.

DATED this 15th day of July, 1997.

FLEETWOOD LIMOUSINE, INC.

By: *Nida Abu-Rish*
NIDA ABU-RISH

Having been named to accept service of process for the above state corporation at the place designated above, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 15th day of July, 1997.

Len Aronoff
LEN ARONOFF

FILED
97 JUL 18 PM 4:08
TALLAHASSEE, FLORIDA