



THE UNITED STATES  
CORPORATION  
COMPANY

654097

FILED  
98 DEC 29 PM 2:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 075392 7111512  
AUTHORIZATION : *Patricia Pujols*  
COST LIMIT : \$ 70.00

ORDER DATE : December 22, 1998

ORDER TIME : 12:00 PM

ORDER NO. : 075392-020

600002725326--3

CUSTOMER NO: 7111512

CUSTOMER: Ms. Shayne A. Valdez  
Coach Usa  
One Riverway  
Suite 500  
Houston, TX 770561903

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98 DEC 29 PM 1:23

DIVISION OF CORPORATION

ARTICLES OF MERGER

EIGHTS CAB, INC.

INTO

METRO LIMO, INC.

EFFECTIVE DATE

12-31-98

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

*Merger*  
*1-4-99*  
*CC*

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

EIGHTS CAB, INC., a Florida corporation, L56990

INTO

**METROLIMO, INC.**, a Florida corporation, 654097.

File date: December 29, 1998 , effective December 31, 1998

Corporate Specialist: Cheryl Coulliette

Account number: 072100000032

Account charged: 70.00



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 30, 1998

CSC

TALLAHASSEE, FL

SUBJECT: METROLIMO, INC.  
Ref. Number: 654097

We have received your document for METROLIMO, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

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 (850) 487-6903.

Cheryl Coulliette  
Document Specialist

Letter Number: 198A00060973

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DEC 31 AM 12

DIVISION OF CORPORATIONS

**DO NOT SUBMIT**  
Please give original  
submission date as file date.

**ARTICLES OF MERGER**

**OF**

**EIGHTS CAB, INC.**

**AND**

**Metrolimo, Inc.**

FILED  
98 DEC 29 PM 2:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To the Department of State  
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic corporations herein named do hereby adopt the following Articles of Merger.

1. Annexed hereto and made a part hereof is a Plan of Merger for merging Eights Cab, Inc. into Metrolimo, Inc. as approved by the Board of Directors of the parent corporation on December 18, 1998.

2. The aforesaid Plan of Merger was adopted in accordance with the provisions of the Florida Business Corporation Act on December 18, 1998.

3. Shareholder approval was not required for the merger.

4. The effective time and date of the merger herein provided for shall be 12:00 p.m. on December 31, 1998.

Executed on December 18, 1998.

**EFFECTIVE DATE**

12-31-99

Eights Cab, Inc.

By: 

Name: Douglas M. Cerny

Title: Vice President

Metro Limo, Inc.

By: 

Name: Douglas M. Cerny

Title: Vice President

## **PLAN OF MERGER**

1. Metrolimo, Inc., which is a business corporation of the State of Florida and is the owner of all of the outstanding shares of Eights Cab, Inc., which is also a business corporation of the State of Florida, hereby merges Eights Cab, Inc. into Metrolimo, Inc. pursuant to the provisions of the Florida Business Corporation Act.
2. The separate existence of Eights Cab, Inc. shall cease at the effective time and date of the merger, and Metrolimo, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the Florida Business Corporation Act.
3. The issued shares of Eights Cab, Inc. shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.
4. The Board of Directors and the proper officers of Metrolimo, Inc. are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.