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LAYON F. ROBINSON, II, P. A.

ATTORNEY AND COUNSELOR AT LAW

442 OLD MAIN STREET

BRADENTON, FLORIDA 34205

LAYON F. ROBINSON, II

GINGER M. WEISKOPF

CERTIFIED LEGAL ASSISTANT

TELEPHONE

(941) 748-0055

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(941) 748-1410

May 23, 2001

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

RE: **Articles of Incorporation for Star Charters, LLC**

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above limited liability corporation, along with a check in the amount of \$133.75 in payment of the following:

Filing Fee:	\$100.00
Registered Agent Designation:	25.00
Certified Copy:	8.75
Total:	\$133.75

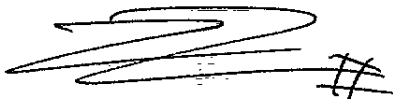
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For: **Star Charters, LLC**

Please send the certified copy and any other documentation to our office.

Thank you for your attention to this matter.

Sincerely yours,



LAYON F. ROBINSON, II
Attorney at Law

LFR:tk
Enclosures

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01 MAY 29 AM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

STAR CHARTERS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida statutes, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I

NAME

The name of the limited liability company shall be:

STAR CHARTERS, LLC

ARTICLE II

ADDRESS

The principal place of business and mailing address of this corporation shall be:

6090 17th Street E.
Bradenton, FL 34203

ARTICLE III

DURATION

The Company shall commence its existence on the date these Articles of Organization will commence on the 23rd day of May, 2001 and the duration of the Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Incorporation.

ARTICLE IV

PURPOSES AND POWERS

The general purpose for which the Company is organized is to establish a charter bus service

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TALLAHASSEE, FLORIDA

for which to transport the general public to events and to transact any lawful business for which a Limited Liability Company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a Limited Liability Company under the laws of the State of Florida.

ARTICLE V

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is:

LAYON F. ROBINSON, II, ESQUIRE
442 OLD MAIN STREET
BRADENTON, FLORIDA 34205

ARTICLE VI

CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth as follows:

David McCarter, President	\$100
Trina Rozier, Secretary/Treasurer	\$100
Walter L. Presha, Sr., Vice-President	\$100

ARTICLE VII

ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company at such times and in such amounts as may be provided in the regulations adopted by the members or in lieu thereof, only upon the unanimous consent of all the members.

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TALLAHASSEE, FLORIDA

ARTICLE VIII

ADMISSION OF NEW MEMBERS

(TRANSFERABILITY OF INTERESTS)

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX

TERMINATION OF EXISTENCE (CONTINUITY OF LIFE)

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Company, unless the business of the Company is continued by the consent of a majority in interest of the remaining members, provided there are at least two (2) remaining members.

ARTICLE X

MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not consistent with law or these Articles of Organization. The name and address of the initial Manager

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STATE OF FLORIDA
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of the Company is **Walter Lewis Presha, Sr., 880 33rd Street East, Palmetto, Florida 34221.**

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Bradenton, Manatee County, Florida, for the foregoing uses and purposes this 24th day of May, 2001.

David McCarter Sr
NAME OF ORGANIZER/PRESIDENT
DAVID McCARTER

Walter L. Presha, Sr.
NAME OF ORGANIZER/VICE-PRESIDENT
WALTER L. PRESHA, SR.

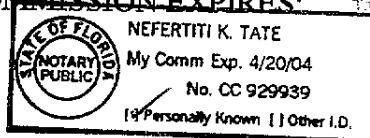
Trina M Rozier
NAME OF ORGANIZER/SECRETARY-TREASURY
TRINA ROZIER

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 24th day of May, 2001, by DAVID McCARTER, who is personally known to me and who did take an oath.

Neferiti K. Tate
NOTARY PUBLIC
Printed Name: Neferiti K. Tate
MY COMMISSION EXPIRES: 4/20/04

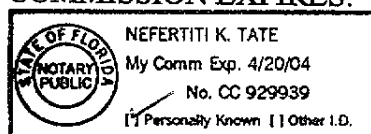
STATE OF FLORIDA
COUNTY OF MANATEE



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MAY 29 AM 3:01
CLERK OF COUNTY
MANATEE

The foregoing instrument was acknowledged before me this 24th day of May, 2001, by WALTER L. PRESHA, SR. who is personally known to me and who did take an oath.

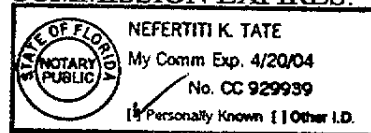
Neferiti K. Tate
NOTARY PUBLIC
Printed Name: Neferiti K. Tate
MY COMMISSION EXPIRES: 4/20/04



STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 24th day of May, 2001, by
TRINA ROZIER who is personally known to me and who did take an oath.


Nefertiti K. Tate
NOTARY PUBLIC
Printed Name: Nefertiti K. Tate
MY COMMISSION EXPIRES:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of **STAR CHARTERS, LLC** as the registered agent of this Limited Liability Company, hereby consents to his appointment as registered agent of the Company and is familiar with and accepts the obligations of the Registered Agent as provided in Florida Chapter 608.



LAYON F. ROBINSON, II, ESQUIRE
REGISTERED AGENT

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TALLAHASSEE, FLORIDA