



# L99000001427

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*Patricia Puyet*

99 MAR 12 PM 3:04

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ORDER DATE : March 12, 1999

ORDER TIME : 1:08 PM

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CUSTOMER NO: 5011958

CUSTOMER: Kim August, Legal Asst  
GREENSPOON MARDER HIRSCHFELD  
GREENSPOON MARDER HIRSCHFELD  
135 West Central Blvd Ste 1100  
South Trust Bank Building  
Orlando, FL 32801

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DOMESTIC FILING

NAME: CITY SHUTTLE, L.L.C.

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: Robert Maxwell

EXAMINER'S INITIALS: \_\_\_\_\_

*L99-1427*

Name	<i>B-12</i>
Availability	<i>[Signature]</i>
Document	<i>[Signature]</i>
Examiner	<i>[Signature]</i>
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Acknowledgment	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

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**ARTICLE 1- Name:**

The name of the Limited Liability Company is City Shuttle, L.L.C.

**ARTICLE II- Duration:**

The period of duration for the Limited Liability Company shall begin with the filing of these Articles with the Florida Department of State, and shall continue perpetually until dissolved.

**ARTICLE III- Address:**

The mailing address and street address of the principal office of the Limited Liability Company is 250 International Parkway, Suite 226, Heathrow, Florida 32746.

**ARTICLE IV-Registered Agent**

The name and address of the initial registered agent for this Limited Liability Company is N. Dwayne Gray, Jr., Esq., Greenspoon, Marder, Hirshfeld, Rafkin, Ross & Berger, P.A., 135 West Central Boulevard, Suite 1100, Orlando, Florida 32801.

**ARTICLE V-Management**

The Limited Liability Company is to be managed by a Manager or Managers elected by the Members and any such Manager is not required to be a Member and the name and address of the initial Managers are:

- |    |                           |    |                         |
|----|---------------------------|----|-------------------------|
| 1. | Michael M. Gilardi        | 2. | N. Dwayne Gray, Jr.     |
|    | 250 International Parkway |    | 1661 Cheyenne Trail     |
|    | Suite 226                 |    | Maitland, Florida 32751 |
|    | Heathrow, Florida 32746   |    |                         |

**ARTICLE VI- Admission of Additional Members:**

The members shall have the right to admit additional members upon the unanimous consent of all existing members.

**ARTICLE VII-Members' Right to Continue Business:**

The remaining members of the Limited Liability Company, upon unanimous consent, shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

Whereof, the undersigned has executed these Articles of Organization the 26th day of February, 1999.



Michael M. Gilardi

Manager



N. Dwayne Gray, Jr.

Manager

G:\DAWN\FORMS\CORP\ARTICLE^LLC

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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned authorized representative of a member of City Shuttle, L.L.C. deposes and says:

- (1) the above Limited Liability Company has at least one member
- (2) the total amount of cash contributed by the member(s) is .....\$50,000.00
- (3) if any, the agreed value of property other than cash contributed by member(s) is .....\$-0-
- (4) the amount of cash or property anticipated to be contributed by member(s) is.....\$-0-
- (5) the total amount of 2, 3, and 4 is.....\$50,000.00



Michael M. Gilardi, Member

Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**


PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

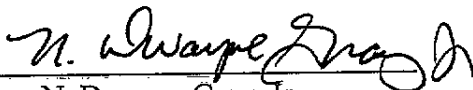
1. The name of the Limited Liability Company is:

City Shuttle, L.L.C.

2. The name and address of the registered agent and office is:

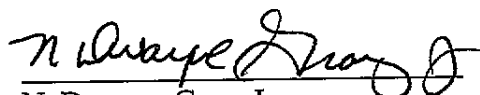
N. Dwayne Gray, Jr., Esq.  
Greenspoon, Marder, Hirschfeld, Rafkin, Ross & Berger, P.A.  
135 West Central Boulevard, Suite 1100  
Orlando, Florida 32801

By:   
Michael M. Gilardi  
Manager

By:   
N. Dwayne Gray, Jr.  
Manager

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Having been named as registered agent to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
N. Dwayne Gray, Jr.  
Registered agent

February 26, 1999