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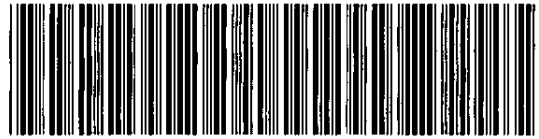
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TALLAHASSEE, FLORIDA

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LAW OFFICES
MICHAEL KAHN, P.A.
482 NORTH HARBOR CITY BLVD.
MELBOURNE, FLORIDA 32935

MICHAEL KAHN

TELEPHONE
(321) 242-2564
TELEFAX
(321) 254-2127

February 6, 2009

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

Re: Articles of Incorporation of Hang Up & Drive, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced entity along with a check in the amount of \$70.00 for the filing fee of said document.

Please file the Articles of Incorporation with the Secretary of State on the date of delivery or as soon thereafter as possible and return confirmation documentation by U.S. Mail at your earliest opportunity. I have enclosed a self addressed, stamped envelope for your convenience.

If you need further information, please do not hesitate to contact me.

Very truly yours,



Michael Kahn

/rm
cc: Client
enclosures: as stated

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AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HANG UP & DRIVE, INC.

A Florida Not-for-Profit Corporation

I, **THE UNDERSIGNED**, do hereby execute these Articles of Incorporation for the purposes of forming and becoming a not-for-profit corporation under the Florida Not-for-Profit Corporation Act, and do hereby certify that I have become such a corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is Hang Up & Drive, Inc.

ARTICLE II - ADDRESS

The principal place of business and the mailing address of the Corporation is: 1747 Evans Road, Ste. 101, Melbourne, Florida 32904, Brevard County.

ARTICLE III - PURPOSE

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the

corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or corporation, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV - APPOINTMENT OF DIRECTORS

The Directors of the Corporation shall be elected or appointed pursuant to the Bylaws.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The Board of Directors of the corporation shall consist of at least three (3) members.

The names and addresses of the first Board of Directors are:

Mitchell Greenberg
1747 Evans Rd. #101
Melbourne FL 32904

Ronda Greenberg
1747 Evans Rd. #101
Melbourne FL 32904

David Church
1500 Palm Bay Road
Palm Bay, FL 32905

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

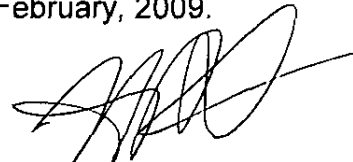
The street address of the initial registered agent of this corporation is 482 N. Harbor City Blvd., Melbourne, Florida, 32935 and the name of the initial registered agent of this corporation is Michael Kahn.

ARTICLE VII - INCORPORATOR

The name and address of the initial incorporator, who is signing these Articles is:

Mitchell Greenberg
1747 Evans Rd. #101
Melbourne FL 32904

IN WITNESS WHEREOF, the undersigned director of this corporation has executed these articles of incorporation on this 16th of February, 2009.



Mitchell Greenberg, Director

STATE OF FLORIDA

COUNTY OF BREVARD

BEFORE ME, the undersigned authority, this day personally appeared, Mitchell Greenberg, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged, before me, that he executed the same and subscribed to the same for the purpose therein expressed.

WITNESS my hand and official seal at Melbourne, Brevard County, Florida, this 6th day of February, 2009.

(Notarial Seal)

Roma Molinaro
Notary Public, State of Florida



**CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE**

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted,
in compliance with said Act:

FIRST, that Hang Up & Drive, Inc., a Florida Not-for-Profit Corporation qualified to
do business under the laws of this State, with its principal office at 1747 Evans Road, Ste.
101, Melbourne 32904, has appointed Michael Kahn, P.A., 482 N. Harbor City Blvd.,
Melbourne, Florida 32935, as its agent to accept service of process within the State.

Having been named to accept service of process for the above stated Corporation,
at the place designated in this certificate, I am familiar with and accept the appointment as
registered agent and agree to act in this capacity.

Date: 2-6-09

Michael Kahn

Michael Kahn
Registered Agent

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AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA