

WILLIAM W. FERNANDEZ

Attorney at Law

and Associates

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March 19 1996

Corporate Records Bureau
Division of Corporation
Department of State
Tallahassee, FL 32301

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RE: Incorporation of Greater Orlando Taxi Association, Inc.
a non-profit organization

Dear Sirs:

Enclosed please find original Articles of Incorporation of Greater Orlando Taxi Association together with our escrow account check #1553 in the amount of \$70.00 to cover the following costs:

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00

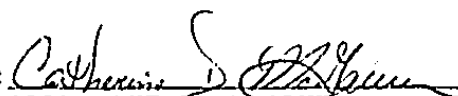
We do not want a certified copy of the Articles of Incorporation. However, we would request that you date stamp/clock in the enclosed copy of the Articles so that we will know the date of incorporation.

Please make your return to this office in the enclosed self addressed stamped envelope.

Thank you for your courtesies in these regards.

Very truly yours,

LAW OFFICES OF
WILLIAM W. FERNANDEZ

BY: 
CATHERINE D. MCGANN
Secretary to Mr. Fernandez

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ARTICLES OF INCORPORATION
OF

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GREATER ORLANDO TAXI ASSOCIATION, INC.

We, the undersigned subscribers to these Articles of Incorporation, all residents of the State of Florida & of full age & being natural persons competent to contract, hereby associate ourselves together & make, subscribe, acknowledge & file with the Secretary of State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of the corporation is GREATER ORLANDO TAXI ASSOCIATION, INC., & its principal place of business will be located in Orange County, Florida and its mailing address shall be 1309 E. Robinson Street, Orlando, Florida, 32801-2191.

ARTICLE II - PURPOSE AND OBJECTIVES

The general nature of the business to be transacted & to be carried on by the corporation & the purpose for which the corporation is organized shall be:

A. To receive funds & property to invest & reinvest, & to disburse & distribute the same, as voluntary, gratuitous & charitable gifts & contributions, solely to or for the benefit of taxicab, limousine and van drivers, independent licensees/lessees, employees and those drivers for hire who are interested in promoting the general welfare and benefit of all such individuals, and further, to promote fair and just treatment of drivers for hire within the employ of any city, principality, village or political subdivision in the Greater Orlando area, County of Orange, State of Florida, provided, however, that the selection, of the recipients of such gifts & contributions, & the determination of the amount thereof, shall rest in the absolute discretion of the Board of Directors of this corporation. Funds shall be used for educational purposes for fellowship and for promotion of the public welfare and benefit through meetings, speakers and public hearings; and

B. To receive by gift, devise, bequeath or otherwise money or other property, or any estate therein, legal or equitable, & to hold the same & expend, contribute, disburse & otherwise handle & dispose of the same, or the income therefrom, for the promotion of the foregoing purposes; and

C. Exercise all of the powers & privileges, & to perform all of the duties & obligations of corporations not for profit in the State of Florida & all other powers necessary to effectively carry out the purposes of the corporation; and

D. Acquire by gift, purchase or otherwise, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of this corporation; and

E. From time to time adopt, alter, amend & rescind rules & regulations governing the utilization of properties owned by or operated by the Corporation, which said rules & regulations shall be consistent with the provisions of these Articles of Incorporation & the By-Laws of the Corporation; and

F. To do any & all other things necessary or proper in connection with or incidental to any of the foregoing; and

G. Notwithstanding anything hereinabove to the contrary, no part of the net earnings of the Association shall inure to the benefit of any member within the meaning of Section 501(c) of the Internal Revenue Code of 1954, nor shall the Corporation engage in any other activity prohibited by such section.

ARTICLE III

This corporation shall have a perpetual existence.

ARTICLE IV - MEMBERSHIP

Membership shall consist of the persons named in the Articles of Incorporation and such other natural persons as may be elected to membership. Membership shall consist of such persons of good moral character and turpitude acceptable to the Board of Directors, as shall desire to become members and who shall pay annual dues to be established and set by the Board of Directors.

ARTICLE V - BOARD OF DIRECTORS

The business & affairs of the corporation shall be conducted & managed by a President, Secretary and Treasurer, & a Board of Directors of not less than three (3); the maximum number of Directors may be established from time to time by the By-Laws of the company or by resolution of the members at any annual or special meeting.

Other offices may, in the same manner, be created, established and filled.

Any number of such offices may be held and filled by one and the same person other than that of the President and Secretary, which cannot be held by the same person.

The first Board of Directors shall be elected at the first meeting of the members as follows: Two for one year; Two for two years; and Two for three years; and thereafter, two members of the Board of Directors shall be elected annually for a period of three years. Any vacancies on the Board of Directors shall be filled according to the By-Laws.

The annual meeting of the members & Board of Directors shall be held on the anniversary date of the filing of the corporation, or the next working day, but the date of such annual meeting may be changed by the By-Laws or by resolution adopted at any meeting of the Board of Directors or by the members at any annual or special meeting.

The officers shall be elected annually from the directors.

The Board of Directors shall initially be composed of four (4) incorporators and subscribers to these Articles of Incorporation. The Directors shall meet to adopt By-Laws, & until their successors shall have been elected or appointed & qualified, the business & affairs of the corporation shall be conducted & managed by the following subscribers to the Articles of Incorporation who shall constitute the first Board of Directors & act as officers of the Corporation as designated & the names & places of residence of first Board of Directors & officers are as follows:

HECTOR MINA; 5918 Bent Pine Drive, Orlando, Florida, 32822, President

JONAS BELIDOR; 460 W. Oak Ridge Road, #115, Orlando, FL, 32809, Vice-President

PAT BRITT; 875 Evangeline Avenue, Orlando, Florida, 32809, Secretary

ANNA MARIE ALVELO; 2623 Walden Court, Kissimmee, Florida, 34743, Treasurer

ARTICLE VI - AMENDMENTS AND DISSOLUTION

This corporation may be dissolved with the assent given in writing & signed by members entitled to cast not less than eighty percent (80%) of the votes. Upon dissolution of this Corporation, the assets of this Corporation shall be dedicated to an appropriate public or charitable agency/or agencies to be used for purposes similar to those for which this Corporation is created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes, but in no event shall such assets inure to the benefit of any member or other private individual. No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this Corporation, and upon dissolution of the Corporation, its assets remaining after payment of all costs and expenses of such dissolution shall be distributed as aforesaid or alternatively to any organizations which have qualified for exemption under Section 501(c) 3 of the Internal Revenue Code.

The By-Laws of this Corporation may be altered or rescinded by a majority vote of the Board of Directors at any regular or special meeting duly called & convened where there is represented a majority vote of all Directors present; provided, however, that the Board of Directors shall not make or alter any By-Laws fixing their qualifications, classifications or term of office without prior approval of the membership of the Corporation.

Any amendment to these Articles of Incorporation shall require an assent of the majority of the members entitled to vote at such regular or special meeting of the membership duly called & convened, & same shall be approved by the Board of Directors of the corporation, before or after approval of the membership.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE VII - INCORPORATORS

IN WITNESS WHEREOF, we the undersigned, being the original subscribers to the foregoing Articles of Incorporation, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and that said Certificate is made for the purpose of having Letters of Patent issued for said Corporation, and we have executed these Articles of Incorporation and herunto set our hands and seals in Orlando, Orange County, Florida, this 15th day of March, 1996.

Hector Mina
HECTOR MINA

Pat Britt
PAT BRITT

JONAS BELIDOR

Anna Marie Alvelo
ANNA MARIE ALVELO

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is Greater Orlando Taxi Association, Inc.

2. The name and address of the registered agent and office is: HECTOR MINA; 5918 Bent Pine Drive, Orlando, Florida, 32822

Having been named as registered agent and to accept service of process for the above stated corporation 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.

Hector Mina
HECTOR MINA

DATED: March 15th, 1996