

Savage-Gaston,
Hogan Hargrove, P.A.

Joyce Savage-Gaston
Jeffrey D. Hogan*
Charles D. Hargrove**
* Also admitted in Connecticut
** Also admitted in the
District of Columbia

PO100005/233

May 22, 2001

VIA CERTIFIED MAIL
Return Receipt Requested (7000 1670 0005 6878 0030)

Secretary of State
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314
Attn: Recording Section

400004323524--7
-05/25/01--01069--003
*****78.75 *****78.75

Re: Incorporation Documents of Xpress Kart, Inc.

Dear Sir or Madam:

Please find enclosed the following documents regarding the corporate formation of the of the above-referenced for-profit Florida corporation:

1. An original and copy of the Articles of Incorporation of Xpress Kart, Inc;
2. A Certificate of Designation of Registered Agent/Registered Office; and,
3. A check in the amount of \$78.75, payable to the Secretary of State, covering the costs of the corporate filing fee of \$35.00, the certified copy fee of \$8.75, the registered agent/office fee of \$35.00.

Please send any communications regarding the above-referenced matter to the undersigned to the address indicated in the letterhead above.

801
North
Magnolia
Avenue
Suite 402

Orlando, Florida
32803-3851

Telephone
407-648-8882

Fax
407-872-5755

VPd
Enclosures

Sincerely,

Patricia D. Duncan
Patricia D. Duncan, Paralegal.

FILED
MAY 24 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

cc: Charles D. Hargrove, Esq. (w/o encl.)

1 JUN 01 2001

**ARTICLES OF INCORPORATION
OF
XPRESS KART, INC.**

The undersigned incorporator is forming a for-profit corporation in accordance with Chapter 607 of the Florida Statutes and adopts the following articles of corporation.

**ARTICLE I
NAME**

The name of the corporation is **XPRESS KART, INC.**

**ARTICLE II
PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT**

The address of the corporation's principal office is 277 N. Magnolia Ave, Suite 203, Orlando, Florida 32801. The name of the initial registered agent of the corporation, located at 801 N. Magnolia Ave, Suite 402, Orlando, Florida 32803-3851, is Charles D. Hargrove, Esq..

**ARTICLE III
DURATION**

The period of the corporation's duration shall be perpetual or until dissolved pursuant Chapter 607 of the Florida Statutes.

**ARTICLE IV
PURPOSE**

This corporation is organized for the following purposes:

A. To transact any and all lawful activities or business permitted under the laws of the United States.

B. To own property, enter contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

C. To operate as a for-profit business to exercise all rights and powers conferred by the laws of the State of Florida upon for-profit corporations, including without limiting the generality of the foregoing, to make contracts, incur liabilities, or transact any lawful business within and without the State of Florida..

**FILED
01 MAY 24 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLE V
DIRECTORS**

The name and address of each initial Director of the Corporation is as follows:

Luis F. Harris 227 N. Magnolia Ave, Suite 402
Orlando, FL 32801

Roy Dolley 71 Edsel Ford Service Drive
Detroit, Michigan 48202

**ARTICLE VI
CAPITAL STOCK**

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1000 shares. These shares shall be of a single class of common stock and have a value of \$0.01 per share.

**ARTICLE VII
CORPORATE POWERS**

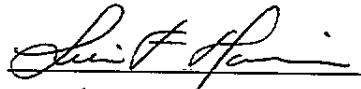
The corporation shall have all the rights and powers now or subsequently conferred on for-profit corporations by the laws of the State of Florida.

**ARTICLE VIII
INCORPORATOR**

The name and street address of the person signing these articles of incorporation as an incorporator is:

<u>Name</u>	<u>Address</u>
Luis F. Harris	227 N. Magnolia Ave, Suite 203 Orlando, Florida 32801

The undersigned incorporator of this corporation, has executed these articles of incorporation, on this 21st day of May, 2004.


Luis F. Harris

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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: **XPRESS KART, INC.**
2. The name and address of the registered agent and office is:
Charles D. Hargrove, Esq.
Savage-Gaston, Hogan & Hargrove, P.A.
801 North Magnolia Avenue, Suite 402
Orlando, Florida 32803-3851

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

DATED: May 21st, 2001.

SIGNATURE: _____

CHARLES D. HARGROVE

FILED
01 MAY 24 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA