

FILED

LAW OFFICES
BOWMAN, RICHARDSON & TYNAN, P.L.C. 02 AUG 12 AM 11:08
8142 NORTH UNIVERSITY DRIVE
TAMARAC, FLORIDA 33321

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JOHN B. BOWMAN
NOLA M. RICHARDSON
KEVIN P. TYNAN

TELEPHONE
(954) 721-7300

PO20000087757

August 8, 2002

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

400007047634--2
-08/12/02--01034--009
*****78.75 *****78.75

Re: New Filing of For Profit Corporation

Dear Sirs:


Enclosed please find the original Article of Incorporation for Rush Transportation and Tours, Inc., a for profit corporation. I have also enclosed a copy of the articles to be returned to me in the enclosed envelope when the articles are accepted for filing and docketed. Lastly, I have enclosed the appropriate filing fee of \$78.75.

Please call if you have any questions.

Very truly yours,


KEVIN P. TYNAN

KPT/itm

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RUSH TRANSPORTATION & TOURS, INC.

Articles of Incorporation

We, the undersigned, hereby form, organize and incorporate under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation, liability, rights, privileges and limitations of corporations for profit, the above named corporation.

Article I: The name of this corporation shall be RUSH TRANSPORTATION & TOURS, INC.

Article II: The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Article III: The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a one dollar (\$1.00) par value.

Article IV: This corporation is to have perpetual existence.

Article V: The principal place of business of this corporation shall be 3611 NW 40 Court, Lauderdale Lakes, FL 33309 or in any other location in the State of Florida designated by the board of directors.

Article VI: This corporation shall have one (1) director. The number of directors may be increased or decreased from time to time in accordance with the terms and conditions of the by-laws adopted by the stockholders, but shall never be less than one (1).

Article VII: The name and addresses of the first board of Directors who, subject to the provisions of the certificate of incorporation, the by-laws, and the corporation laws of the State of

Florida, shall hold office for the first year of the corporation's business and existence, or until their successors are elected and have qualified are: Steven Pepe, 3611 NW 40 Court, Lauderdale Lakes, FL 33309

Article IX: The executive officer of this corporation shall be the president. The current president will be Steven Pepe. Any person may hold two offices. The corporation may also have such officers and agents as may be deemed necessary and all such officers and agents shall be chosen in such manner, take and hold their offices for such terms, and have such powers and duties as may be prescribed by the by-laws, or determined by the board of directors.

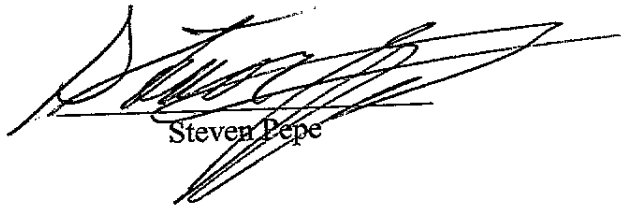
Article X: The corporation reserves the right to amend, alter, change, or repeal any provision contained in these article of incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred therein upon stockholders, directors and officers are subject to this reserved power.

Article XI: Every person who is now a director or who shall hereafter become a director of this corporation, shall be indemnified by the corporation against all costs and expenses (inclusive of legal fees) hereafter reasonably incurred by reason of their being a director of this corporation. The provisions of the statutes of the State of Florida in regards to indemnification shall govern the extent of this right to indemnification.

Article XII: The corporation desiring to organize under the laws of the State of Florida, hereby designates be 3611 NW 40 Court, Lauderdale Lakes, FL 33309 as its registered office and agrees to maintain same at all times, and further designates Steven Pepe of said address as its registered agent to accept service of process within the State of Florida.

IN WITNESS WHEREOF, we the undersigned, for the purpose of forming a corporation, pursuant to the laws of the State of Florida, do make, subscribe, and acknowledge these articles of incorporation, and we have hereunto duly executed these articles of incorporation to be filed in the office of the Secretary of State of Florida for the purposes therein set forth.

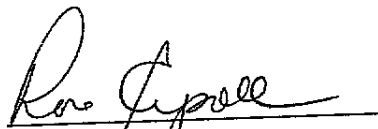
Dated this 7th of August, 2002.


Steven Pepe

NEW YORK
STATE OF FLORIDA)
COUNTY OF BROWARD)
NASSAU

BEFORE ME, the undersigned authority, personally appeared Steven Pepe, who is personally known to me or who produced _____ as identification, who are the persons making, subscribing, and acknowledging the foregoing articles of incorporation to be their act and deed for the uses and purposes therein set forth and expresses.

Witness my hand and official seal at the County and State last aforesaid, this 7th day of August, 2002.


Notary Public

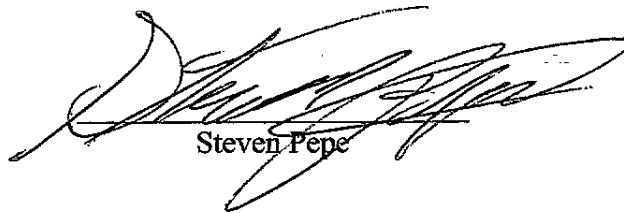
My commission expires: 9/30/02

ROSE CIPOLLA
Notary Public, State of New York
No. 30-4764595
Certified in Nassau County
Commission Expires Sept. 30, 2002

ACKNOWLEDGMENT OF REGISTERED AGENT

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Having been named to accept service of process for the above stated corporation, at the place designated in this document, I hereby accept to act in this capacity and agree to comply with the provisions of the statutes of the State of Florida relative to keeping said office and serving as a registered agent.

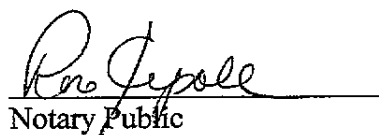

Steven Pepe

NEW YORK
STATE OF FLORIDA)

COUNTY OF BROWARD)
NASSAU

BEFORE ME, the undersigned authority, personally appeared Steven Pepe, who is personally known to me or who produced _____ as identification, who is the person making, subscribing, and acknowledging the foregoing acknowledgment of registered agent.

Witness my hand and official seal at the County and State last aforesaid, this 7th day of August, 2002.


Notary Public

My commission expires: 9/30/02

ROSE CIPOLLA
Notary Public, State of New York
No. 30-4764595
Certified in Nassau County
Commission Expires Sept. 30, 2002