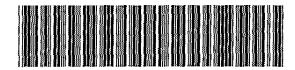
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LAW OFFICES OF BRUCE M. SMITH, P.A.

March 10, 2003

POST OFFICE 80X 430 CAINESVILLE, FLORIDA 32802 (352) 377-5085 FAX (352) 373-3215

Florida Department of State Attention: Division of Corporation Post Office Box 9608 Tallahassee, Florida 32314

RE: Executive Limousine Services of Gainesville, Inc. New Filing Fee and Request for Certificate of Status

Dear Sir or Madam:

Please find attached hereto an original and one (1) copy of the Articles of Incorporation for Executive Limousine Services of Gainesville, Inc., (a new corporation) a money order in the amount of \$78.75 which is the new filing fee (\$70.00) and the request for a certificate of status (\$8.75) for the above referenced new corporation.

Please return any and all documents and the certificate of status to: Bruce M. Smith, Esquire, Post Office Box 450, Gainesville, Florida 32602.

If you have any questions, concerns or need additional information to process this matter, please feel free to contact me at (352) 377-5085. Thank you.

Sincerely,

Bruce M. Smith

BMS:es

Enclosures as noted above

ARTICLES OF INCORPORATION

OF

EXECUTIVE LIMOUSINE SERVICES OF GAINESVILLE, INC.

The undersigned incorporators hereby forms a corporation under Chapter 607 of the Laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

EXECUTIVE LIMOUSINE SERVICES OF GAINESVILLE, INC.

The address of the principal office of this corporation shall be Post Office Box 450, Gainesville, Florida 32602, and the mailing address of the corporation shall be the same.

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

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ARTICLE IV

The street address of the initial registered office of the corporation shall be 2622 N.W. 43rd Street, Suite C-5, Gainesville, Florida 32606, and the name of the initial registered agent of the corporation at that address is Mr. Bruce M. Smith.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation and By-Laws. This corporation shall have two (2) directors, initially.

Bruce M. Smith Dir.

Hattie Mae Smith Dir.

Post Office Box 450 Gainesville, Florida 32602

109-25 Merrick Blvd. Jamaica, New York 11433

ARTICLE VII

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation or until their successors are elected or appointed are:

Bruce M. Smith President

Hattie Mae Smith Vice President

Hattie Mae Smith Secretary

Bruce M. Smith Treasurer

ARTICLE VIII

The corporation elects to have preemptive rights.

ARTICLE IX

It is the intent of the Incorporators that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as a S corporation.

ARTICLE X

The names and street addresses of the incorporator to these Articles of Incorporation is:

Bruce M. Smith

Post Office Box 450 Gainesville, Florida 32602

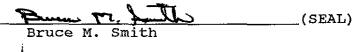
ARTICLE XI

Amendments to the Articles of Incorporation or By-laws of the corporation shall be made proposed by the Board of Directors and approved by a majority of the members present at a regular noticed meeting of the corporation.

ARTICLE XII

Regular meetings of the corporation shall be held at such times and places as established by the Board of Directors or as may be provided by the By-Laws.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Gainesville, Alachua County, Florida, on this 10th of March, 2003.



STATE OF FLORIDA

COUNTY OF ALACHUA

Before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, personally appeared before me this 10th day of March, 2003, BRUCE M. SMITH, who are personally know to me to be the person whose name is subscribed to the foregoing Articles of Incorporation and he severally acknowledged before me that he subscribed to said articles of Incorporation.

NOTARY PUBLIC, State of Florida

My Commission Expires: Jenuary 16, 2005

LYNNETTE G. BENNETT Notary Public. State of Florida My comm. expires Jan. 16, 2005 No. CC994048

CERTIFICATE OF DESIGNATION OF 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.

GAINESVILLE, INC.	
The name and address of the registered agent and office is:	
BRUCE M. SMITH, ESQUIRE	
(Name)	
2622 N. W. 43rd STREET, SUITE C-5	. 💫
(P.O. Box NOT acceptable)	" ,
GAINESVILLE, FLORIDA 32606	
(City/State/Zip)	N
	₹m 9

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.

DATE March 10, 2003