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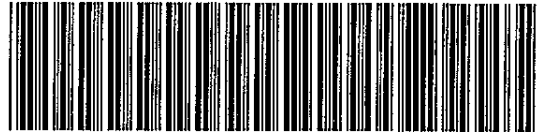
(Business Entity Name)

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9/3/04

LAW OFFICES OF  
**LLOYD A. BARON, P.A.**  
A PROFESSIONAL ASSOCIATION  
ATTORNEYS AND COUNSELORS AT LAW  
MORGAN STANLEY DEAN WITTER PLAZA  
2825 UNIVERSITY DRIVE, SUITE 350  
CORAL SPRINGS, FLORIDA 33065

LLOYD A. BARON  
MEMBER FLORIDA, CONNECTICUT,  
U.S. DIST. CT., SO. DIST. &  
NEW YORK BARS

TELEPHONE (954) 796-2100  
FACSIMILE (954) 345-1556

August 30, 2004

SENT VIA FEDERAL EXPRESS

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: FleetSmart Services, Inc.

Dear Sir/Madam:

I am enclosing herewith the following:

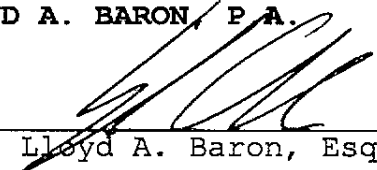
- a. Articles of Incorporation for FleetSmart Services, Inc.;  
and
- b. Check in the amount of \$78.75.

Kindly forward a certified copy of the Articles of Incorporation to the undersigned in the enclosed self-addressed envelope.

Should you have any questions or require any additional information, please feel free to contact me.

Very truly yours,

LLOYD A. BARON, P.A.

By:   
Lloyd A. Baron, Esq.

LAB:ls  
Enclosures

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ARTICLES OF INCORPORATION

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OF

2004 SEP -2 PM 2:39

FleetSmart Services, Inc.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

FleetSmart Services, Inc.

Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

This corporation may engage or transact in any and 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 time shall be 1000 shares of common stock at a per value of \$1.00 per share.

ARTICLE IV

The principal office of this corporation will be 10300 N.W. 16<sup>th</sup> Court, Coral Springs, FL 33071.

ARTICLE V

The names and post office addresses of the first Board of Directors, who shall hold office for the first year of the corporation's existence, or until successors are elected and have qualified, and officers are as follows:

George Druzvik  
10300 N.W. 16<sup>th</sup> Court  
Coral Springs, FL 33071.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

George Druzvik  
10300 N.W. 16<sup>th</sup> Court  
Coral Springs, FL 33071.

ARTICLE VI

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

First. That FleetSmart Services, Inc., desiring to organize under the laws of the State of Florida with its principal office indicated in the Articles of Incorporation at 10300 N.W. 16<sup>th</sup> Court, Coral Springs, FL 33071 appoints GEORGE DRUZBIK as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the

provisions of said Act relative to keeping open said office.

  
George Druzvik  
Resident Agent

#### ARTICLE VII

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' Meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE VIII

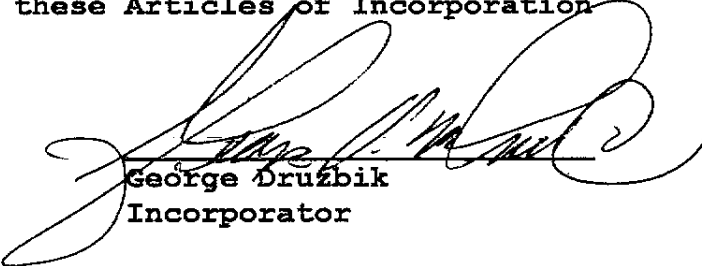
This corporation is to exist perpetually.

#### ARTICLE IX

To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.

#### ARTICLE X

The undersigned has executed these Articles of Incorporation this 24<sup>th</sup> day of August, 2004.

  
George Druzvik  
Incorporator

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