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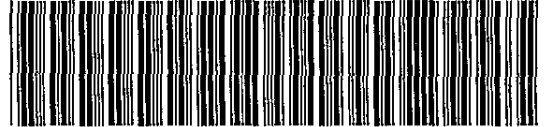
(Business Entity Name)

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DIVISION OF CORPORATIONS
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CRAWFORD, OWEN & HINES, P.A.

ATTORNEYS AT LAW
BAYVIEW TOWER, SUITE 500
100 FIRST AVENUE SOUTH
ST. PETERSBURG, FLORIDA 33701

BRUCE C. CRAWFORD
GEORGE E. OWEN, JR.
J. BRADFORD HINES

TELEPHONE 727/823-9669
FAX 727/823-0711

March 8, 2005

VIA FEDEX

Secretary of State
Corporate Division
409 E. Gaines Street
Tallahassee, FL 32399

RE: Goodfellows Limo, Inc.

Gentlemen:

Enclosed herewith is a check in the amount of \$78.75 and original and one copy of the Articles of Incorporation of Goodfellows Limo, Inc.

Please expedite this filing and forward your acknowledgement of this filing at your earliest convenience in the enclosed envelope.

Thank you for your assistance.

Sincerely,


GEORGE E. OWEN, JR.

GEO:ms
Enclosures

ARTICLES OF INCORPORATION

OF

GOODFELLOWS LIMO INC.

We, the undersigned natural persons of the age of twenty-one or more, acting as Directors and Incorporators under the provisions of the Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be:

GOODFELLOWS LIMO INC.

ARTICLE II

Principal Place of Business

The principal place of business is to be located at 12645 49th Street North, Clearwater, Florida 33762.

ARTICLE III

Term of Existence

The duration of this corporation is to be perpetual.

ARTICLE IV

Purpose

Provide transportation and generally to do and perform everything necessary for carrying out the aforesaid purposes, and to engage in such other business or businesses, whether related thereto or not, as may be approved by the Board of Directors and which businesses are permitted by the laws of the State of Florida.

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ARTICLE V

Stock Clause

The aggregate number of shares of stock which this corporation shall have the authority to issue shall be Five Hundred (500) shares of common stock, each with a par value of One (\$1.00) Dollar.

ARTICLE VI

Minimum Capital

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VII

Subscribers, Incorporators and Directors

The names and addresses of the Subscribers, Incorporators and Directors are:

<u>Name</u>	<u>Shares Subscribed</u>	<u>Address</u>
Vincent S. Caronongan	100	12645 49 th Street North Clearwater, FL 33762

ARTICLE VIII

Informal Shareholder Action

Any action of the shareholders may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

ARTICLE IX

Directors

The management and control of this corporation shall be vested in a Board of Directors

comprised of at least one director. The Board of Directors shall be elected by the shareholders of the corporation at each annual meeting to be held at the principal office of the corporation on such day and time of year as the By-Laws of this corporation shall provide. At any meeting of the Board of Directors, it shall be necessary that a majority of the then existing Board of Directors vote in favor of any motion, resolution or action taken in order that the same become effective and be the act and deed of the corporation and the Board of Directors thereof.

ARTICLE X

Officers

The officers of this corporation shall be chosen by the Board of Directors and shall consist of a President, Vice President, Secretary and Treasurer. The Board of Directors may also from time to time provide for and elect all other officers or committees which to their Board may seem expedient. Two or more offices may be held by the same person. The officers who are to conduct the business of the corporation and shall serve as such until the next annual election of officers shall be as follows:

President/Vice President/
Secretary and Treasurer

Vincent S. Caronongan
12645 49th Street North
Clearwater, FL 33762

ARTICLE XI

Seal

The seal of this corporation shall be a circular impression bearing in the center thereof the words "CORPORATE SEAL - 2005 - FLORIDA" and around the circumference thereof the words "GOODFELLOWS LIMO, INC.".

ARTICLE XII

Registered Office and Registered Agent

The address of the registered office of this corporation is 12645 49th Street North, Clearwater,

Florida 33762. The name of the initial registered agent of this corporation at that address is:
VINCENT S. CARONONGAN.

IN WITNESS WHEREOF, the undersigned, being the Incorporators of this corporation,
execute these Articles of Incorporation and certify to the truth of the facts herein stated this ____ day
of 3-8, 2005.



VINCENT S. CARONONGAN

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned officer, duly authorized to administer oaths and take
acknowledgments, personally appeared VINCENT S. CARONONGAN, who, after being first duly
cautioned and sworn, depose and say that he has affixed his name to the foregoing Articles of
Incorporation of GOODFELLOWS LIMO INC. as the original subscriber to said corporation for
the purpose therein stated. I relied upon the following form of
identification: _____ or personally known ✓.

WITNESS my hand and official seal at St. Petersburg, Pinellas County, Florida, this 8
day of March, 2005.


Notary Public
My commission expires:

MICHELE SCHIBLER
Notary Public - State of Florida
My Commission Expires
December 14, 2007
DD264913

DESIGNATION OF REGISTERED AGENT

In pursuant of Chapter 607, Florida Statutes, the following Certificate is submitted in compliance therewith:

IT IS HEREBY DECLARED that GOODFELLOWS LIMO INC., is desirous to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Largo, County of Pinellas, State of Florida, and has named VINCENT S. CARONONGAN, located at 12645 49th Street North, Clearwater, Florida 33762, as its agent to accept service of process in the State of Florida.

ACKNOWLEDGMENT

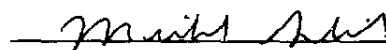
STATE OF FLORIDA

COUNTY OF PINELLAS

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


VINCENT S. CARONONGAN

Personally sworn to and subscribed before me this 8 day of March, 2005. I relied upon the following form of identification: _____ or personally known: ☒


Notary Public

MICHELE SCHIBLER
Notary Public - State of Florida
My Commission Expires
December 14, 2007
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