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LAW OFFICES
MARIAN GARCIA, P.A.
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SOUTH MIAMI, FLORIDA 33143

MARIAN GARCIA, P.A.

TELEPHONE (305) 667-3375
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February 10, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fla. 32314

000001407220
02/15/95--01104--005
****122.50 ****122.50

EFFECTIVE DATE

2-8-95

Re: Get-Around, Inc.

Dear Sir/Madam:

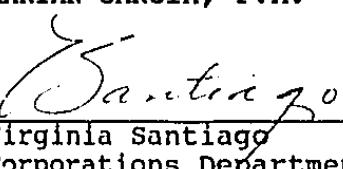
Enclosed is an original and one copy of the Articles of Incorporation of Get-Around, Inc., together with our check in the amount of \$122.50 to cover the filing fees. Please return a certified copy of the filed Articles of Incorporation to the undersigned in the enclosed self-addressed stamped envelope.

If you have any questions concerning the enclosures, please do not hesitate to contact the undersigned at (305) 667-3375.

Sincerely,

MARIAN GARCIA, P.A.

By:


Virginia Santiago
Corporations Department

Encls.

cc: M.R. Perez

REC'D BY MAIL
FEB 15 1995
65:010:39


GAVE
AUTHORIZATION BY PHONE TO
CORRECT Effective date
DATE 2-16-95
DOC BY Mari Garcia

EFFECTIVE DATE
2-8-95

ARTICLES OF INCORPORATION
OF
Get-Around, Inc.

F.I.L. F.D.
55FEB15 440-39
ALL INFORMATION CONTAINED
HEREIN IS UNPUBLISHED, PROPRIETARY
AND CONFIDENTIAL. IT MAY NOT BE
COPIED, IN PART OR WHOLE, OR
DISCLOSED IN ANY FORM, OR FOR
ANY PURPOSE, WITHOUT THE
EXPRESS WRITTEN CONSENT
OF THE COMPANY.

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act:

I.

NAME

The name of this corporation is Get-Around, Inc. (the "Corporation"). The principal place of business and mailing address of the Corporation is 1410 N.W. 34th Avenue, Miami, Florida 33125.

II.

EFFECTIVE DATE AND DURATION

The effective date of this Corporation shall be February 8, 1995, and shall exist perpetually thereafter unless sooner dissolved according to law.

III.

PURPOSE

This Corporation is authorized to engage in every activity permitted by the law of the State of Florida.

IV.

CAPITAL

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$0.01 per share.

V.

BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors. The number of directors comprising the Board of Directors shall be set from time to time by resolution of the Board of Directors or shareholders. If the number of directors comprising the Board of Directors is set by resolution of the shareholders, the number of directors may not be varied by the Board of Directors. The Corporation shall have one director initially. The name of the initial director of the Corporation is:

MIGUEL RODOLFO PEREZ, JR.

VI.

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 1410 N.W. 34th Avenue, Miami, Florida 33125, and the initial registered agent of this Corporation at such office shall be Miguel Rodolfo Perez, Jr., who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

VII.

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is Miguel Rodolfo Perez, Jr., 1410 N.W. 34th Avenue, Miami, Florida 33125.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on February 1, 1995


Miguel Rodolfo Perez, Jr.
Incorporator

S1613-1000

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE
AND ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

1. The name of the Corporation is: Get-Around, Inc.
2. The name and address of the registered agent and the registered office is: Miguel Rodolfo Perez, Jr., 1410 N.W. 34th Avenue, Miami, Florida 33125.

Pursuant to Sections 48.091 and 607.0501, et seq., Florida Statutes, the undersigned has been named to act as the registered agent of Get-Around, Inc. at the place designated in this certificate and the undersigned agrees to accept such appointment and to act in that capacity. The undersigned further agrees that the undersigned will comply with all provisions of all statutes relating to the proper and complete performance of the duties of the registered agent of the Corporation and that the undersigned is familiar with and accepts the obligations of the position of registered agent for the Corporation.

Date: February 1, 1995



Miguel Rodolfo Perez, Jr.
Registered Agent