



Branagan & Co.  
Certified Public  
Accountants P.A.

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February 14, 1995

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Party-On-Limo, Inc.

Dear Sirs:

Enclosed please find check #2684 in the amount of \$122.50 to file the above referenced company's Articles of Incorporation, the original and one copy of which are enclosed. If you should require any further information, please contact this office.

Thanking you in advance for your cooperation, I remain

Yours truly,

BRANAGAN & COMPANY, P.A.

*Joann M Branagan*  
Joann M. Branagan, CPA

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION  
OF  
PARTY-ON-LIMO, INC.

95 FEB 16 AM 9:50

The undersigned subscribers to these Articles of Incorporation, are natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be PARTY-ON-LIMO, INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in the sale of limousine services, and/or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial principal office of the corporation shall be 116 Lake Emerald Drive, Suite 405; Oakland Park, FL 33309, and the name of the initial Registered Agent for the corporation at that address is Oleg Chernobrodsky.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI      TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII      LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII      SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Oleg Chernobrodsky  
Denise A. Chernobrodsky


ARTICLE IX INCORPORATOR

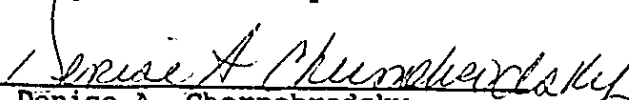
The name and address of the incorporators are:

Oleg Chernobrodsky  
and  
Denise A. Chernobrodsky  
116 Lake Emerald Drive  
Suite 405  
Oakland Park, FL 33309

IN WITNESS WHEREOF, the undersigned has hereunto set his hand  
and seal on this 31st day of October, 1994.

Incorporator:

  
\_\_\_\_\_  
Oleg Chernobrodsky

  
\_\_\_\_\_  
Denise A. Chernobrodsky

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was executed and acknowledged before  
me this 31st day of October, 1994, by Oleg  
Chernobrodsky and Denise A. Chernobrodsky.

  
\_\_\_\_\_  
Joann M. Branagan

(SEAL)

Notary Public  
State of Florida  
My Commission Expires:



JOANN M. BRANAGAN  
MY COMMISSION # CC 154808 EXPIRES  
OCTOBER 23, 1995  
BONDED THRU TROY FARM INSURANCE, INC.


DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida. Party-On-Limo, Inc., a corporation organizing under the laws of the State of Florida, with its principal office located at 116 Lake Emerald Drive; Suite 405; Oakland Park, FL 33309 has named Oleg Chernobrodsky, whose address is 116 Lake Emerald Drive; Suite 405; Oakland Park, FL, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:


  
Oleg Chernobrodsky

STATE OF Florida  
COUNTY OF Broward

BEFORE ME, the undersigned authority, this day personally appeared Oleg Chernobrodsky, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 31st day of October, 1994.

(SEAL)

  
Notary Public  
State of Florida

My Commission Expires:



JOANN M. BRANAGAN

MY COMMISSION # CC 154508 EXPIRES

October 23, 1995

BONDED THRU TROY FAIR INSURANCE, INC.