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PERSON & ASSOCIATES, INC. 1360 SOUTH PATRICK DRIVE SATELLITE BEACH, FLROIDA 32937 (407) 773-1040 FAX (407) 773-1041

March 17, 1995



CONTROL 4 25-4 71/216 -03/21/95-01077 019 ++++122.50 ++++122.50

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

Dear Sir or Madam:

Enclosed are the Articles of Incorporation for AFFORDABLE CAB & LIMO, INC.

Would you please use the enclosed UPS overnight envelope to ship these articles back to us. We need these expedited as soon as possible.

If you have any questions or need additional information, please do not hesitate to contact me.

Thank you.

Very truly yours,

PERSON & ASSOCIATES, INC.

Lisa L. Ballard

llb

Enclosure

SECRETARY OF STATE DIVISION OF CORPORATIONS
95 MAR 20 AM 9: 59

ARTICLES OF INCORPORATION OF AFFORDABLE CAB & LIMO, INC.

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

ARTICLE I NAME

The name of this corporation is AFFORDABLE CAB & LIMO, INC.

ARTICLE II

NATURE OF PROFESSIONAL BUSINESS

This corporation may engage in 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, country, 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 10,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV

The street address of the initial registered office of the corporation shall be: 2117 S. Babcock St. Suite 123, Melbourne, FL 32901 and the name of the initial Registered Agent for the corporation at that address is: Linda Gritman.

<u>ARTICLE V</u> 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 thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERMS OF EXISTENCE

This corporation shall exist perpetually.

<u>ARTICLE VII</u> <u>LIMITATION OF LIABILITY</u>

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 his in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against his 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.

<u>ARTICLE VIII</u> 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 corporation, and any director or directors, individually or jointly, may be a party to, or may be interested in such contract, act or transaction, or in any way connected with such person or persons 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 she 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:

Linda Gritman

<u>ARTICLE IX</u> <u>INCORPORATOR</u>

The name and address of the incorporator is:

Linda Gritman 2117 S. Babcock Street, Suite 123 Melbourne, FL 32901

STATE OF FLORIDA COUNTY OF BREVARD

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid, personally appeared Linda Gritman to me known and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she subscribed to these articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the State and County aforesaid this 17th day of March 1995.

Linda Chinquilina 3-17-95 Linda Gritman Incorporator

Notary Public, State of Florida

My Commission Expires Nov. 4, 1995
Bonded thru Huckleberry & Associates

DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of FLORIDA.

AFFORDABLE CAB & LIMO, INC., a corporation organizing under the laws of the State of Florida, with its principal office located at:

2117 S. Bahcock St. Suite 123 Melbourne, FL 32901

has named:

Linda Gritman 2117 S. Babcock St. Suite Melbourne, FL 32901

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: 13-17-95

BEFORE ME, the undersigned authority, this day appeared Linda Gritman, at 1360 South Patrick Drive, Satellite Beach, Florida, County of Brevard, State of Florida, who is personally known to me or who showed _________as identification and who did/tid not take an oath and who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that she has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 17th day of March 1995.

Notary Public, State of Florida

My Commission Expires:

Notary Public; State of Florida at Large My Commission Expires Nov. 4, 1995 Bonded thru Huckluberry & Associates