P95000030349

April 70, 1995

Department of State Division of Corporations Post Office Box 6327 Tallahassee, Fl 32314

Re: Regional Express Transit Services Inc.

Gentlemen:

I am enclosing herewith an original and copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee			\$35.00
Designation of	Registered	Agent	\$35.00
Certified Copy			\$52.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your prompt attention to this matter.

Very truly yours,

Judith E. Lawrence 201 Monroe Avenue #39C Maitland, FL 32751

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ARTICLES OF INCORPORATION

OF

REGIONAL EXPRESS TRANSIT SERVICES, INC.

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

ARTICLE I: NAME

The name of the Corporation is Regional Express Transit Services, Inc.

ARTICLE II: DURATION

The existence of the corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV: CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the Corporation will be ONE THOUSAND (1,000) shares

having a par value of one dollar (\$1.00) per share. The board of Directors may issue voting and non-voting shares of the same class of stock, pursuant to the laws of the state of Florida and IRC Section 1361.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent of the corporation will be JUDITH E. LAWRENCE, 201 Monroe Avenue, #39C, Maitland, Florida 32751. The initial street address of the principal office of the Corporation will be 3009 Riverside Park Drive, Orlando, Florida 32810. The board of Directors may, from time to time, move the office to any other address.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The corporation will have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but may not be less than one (1) nor more than ten (10). The name and address of each person who is to serve as a member of the initial Board of Directors is:

Name

Address

JUDITH E. LAWRENCE

201 Monroe Avenue, #39C Maitland, Florida 32751

ARTICLE VII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is JUDITH E.LAWRENCE, 201 Monroe Avenue, #39C, Maitland, Florida 32751.

ARTICLE VIII: AMENDMENTS

The corporation reserves the right to amend or repeal any provision(s) of these Articles of Incorporation, or any amendment(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this $fo^{\tau k}$ day of April, 1995.

JUDITH E. LAWRENCE

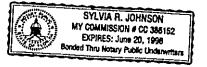
STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared JUDITH E. LAWRENCE known to me or who has produced the following form of identification and who executed the foregoing Articles of Incorporation.

Sign: Notary Public

State of Florida

My Commission Expires:



CERTIFICATE OF DESIGNATION REGISTERED AGENT /REGISTERED OFFICE

PURSUANT to the provisions of section 607.325, Florida Statutes of the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

- 1. Name of the Corporation is: REGIONAL EXPRESS TRANSIT SERVICES, INC.
- 2. The name and address of the registered agent and office is:

JUDITH E.LAWRENCE 201 MONROE AVENUE #39C MAITLAND, FLORIDA 32751

Having been named to accept service of process for REGIONAL EXPRESS TRANSIT SERVICES, INC., at the place designated in this Certificate, I, JUDITH E. LAWRENCE, AGREE to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

JUDITH E. LAWRENCE Date