



NETWORK BUSINESS SOLUTIONS, INC.

ACCOUNTING, BUSINESS AND INVESTMENT COUNSELORS

P95000057870

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500001550215
-08/01/95--01040--006
*****70.00 *****70.00

Subject: Dissolution & Incorporation of
Ultima Limousine Service, Inc.

Ultima Limousine Service, Inc. has been sold effective 6-1-95.
Enclosed are the Articles of Dissolution signed by the seller and
Article of Incorporation signed by an incorporator for the
purchaser.

Also enclosed are two checks totalling \$105.00.

Sincerely,

Network Business Solutions, Inc.

Michael V. Addessi
President

MVA/dh

FILED
1995 JUL 26 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
JUL 27 - 7 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LFS
7-27-95

8623 Regency Park Boulevard • Port Richey, Florida 34668 • Tel. (813) 845-7572 • FAX (813) 845-5983

Representatives
MICHAEL V. ADDESSI • CHRISTIAN L. ISALY • TIMOTHY L. VANCE
Securities offered through H.D. VEST INVESTMENT SECURITIES, INC.
433 East Las Colinas Blvd., Third Floor • Irving, Texas 75039 • (214) 556-1651
MEMBER SIPC, NASD

ASSUMPTION OR USE OF NAME
BY ANOTHER ENTITY

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TALLAHASSEE, FLORIDA

Pursuant to section 607.0120, Florida Statutes, this corporation submits the immediate assumption or use of the name by another entity.

FIRST: The name of the corporation is:
Ultima Limousine Service, Inc.

SECOND: Assumption or use of the name by another entity.

- Assumption was approved by the shareholders. The number of voted shares cast for assumption was sufficient for approval.

Signed this 21 day of July, 1995

Signature Denise Macchio
Denise Macchio, President

Sworn to and subscribed before me this
21 day of July, 1995
by Janet L. Howell

Signature of Notary Public



Notary's Name, Printed, Stamped or Typed

Personally Known: X or Produced ID:

Type of ID produced

ARTICLES OF INCORPORATION
OF
ULTIMA LIMOUSINE SERVICE, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

ULTIMA LIMOUSINE SERVICE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7624 FARMLAWN DRIVE
PORT RICHEY, FLORIDA 34668

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 Shares

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:


Michael V. Addessi
c/o Network Business Solutions, Inc.
8623 Regency Park Blvd.
Port Richey, FL 34668

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Michael V. Addessi
c/o Network Business Solutions, Inc.
8623 Regency Park Blvd.
Port Richey, FL 34668

The undersigned has executed these Articles of Incorporation
this 30 day of JUNE 19 95.


Michael V. Addessi, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of section 607.0501, Florida Statutes, 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. The name of the corporation is:

ULTIMA LIMOUSINE SERVICE, INC.

2. The name and address of the registered agent and office is:

Michael V. Addessi
c/o Network Business Solutions, Inc.

8623 Regency Park Blvd.

Port Richey, FL 34668

Signature: 

Title: Incorporator

Date: 6/30/95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: 

Date: 6/30/95