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TALLAHASSEE, FL 32301  
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*9600001729358*

ACCOUNT NO. : 0721000-0032

REFERENCE : 065717 4305036

AUTHORIZATION : *Patricia Pyszto*

COST LIMIT : \$ 70.00

ORDER DATE : February 29, 1996

ORDER TIME : 11:30 AM

ORDER NO. : 065717

CUSTOMER NO: 4305036

CUSTOMER: Mary Ann Kramer, Legal Asst  
WARNER AND STACKPOLE

75 State Street  
Mailroom 6th Floor  
Boston, MA 02109

800001729358

DOMESTIC FILING

NAME: FIRST CLASS CARRIAGES, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

96 MAR - 1 AM 11:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED  
96 MAR - 1 PM 3:05  
RECEIVED

T. BROWN MAR - 4 1996

**ARTICLES OF INCORPORATION  
OF  
FIRST CLASS CARRIAGES, INC.**

**FILED**  
96 MAR -1 AM 11:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - Name and Address**

The name of the Corporation is First Class Carriages, Inc.

The principal office and mailing address of the Corporation is 10870 Egret Pointe Lane, West Palm Beach, Florida 33412, subject to change and relocation by the Board of Directors.

**ARTICLE II - Purpose**

The purpose for which the Corporation is organized is to operate a limousine service and to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE III - Capital Stock**

The capital stock of this Corporation shall be one hundred (100) shares of capital stock having a par value of one cent (\$.01) per share.

**ARTICLE IV - Registered Office**

The street address of the initial registered office of the Corporation in the State of Florida is c/o The Prentice Hall Corporation System, Inc., 1201 Hays Street, Tallahassee, Florida 32301 and the name of the initial registered agent at such address is The Prentice Hall Corporation System, Inc.

#### ARTICLE V - Incorporator

The name and address of the incorporator is as follows:

| <u>Name</u>      | <u>Address</u>  |
|------------------|---|
| Stephen E. Moore | Warner & Stackpole<br>75 State Street<br>Boston, MA 02109 |

#### ARTICLE VI - Directors

The business of the Corporation shall be managed by its Board of Directors. The number of directors shall be as provided in the Bylaws of the Corporation but shall never be less than one (1). Except as limited by these Articles of Incorporation or the Bylaws of the Corporation, the directors shall have all powers granted to them by the Florida General Corporation Act now in effect, or as it is thereafter amended.

#### ARTICLE VII - Initial Board of Directors

The initial Board of Directors of the Corporation shall consist of one (1) director.

The name and address of the initial Director is as follows:

| <u>Name</u>    | <u>Address</u>                                       |
|----------------|--|
| Patricia Stone | 10870 Egret Pointe Lane<br>West Palm Beach, FL 33412 |

#### ARTICLE VIII - Indemnification

The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to

which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

#### ARTICLE IX - Bylaws

The power to adopt, alter, amend or repeal Bylaws of the Corporation shall be vested in the Board of Directors and the shareholders. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group except that any Bylaws adopted by the shareholders may provide that it can only be altered, amended or repealed by the shareholders.

#### ARTICLE X - Amendment

The power to amend or repeal the Articles of Incorporation may be exercised in the manner provided by the Florida General Corporation Act as follows:

A. A resolution of the Board of Directors setting forth the proposed change may be submitted to the shareholders at a shareholders' meeting, if notice of the changes to be made is given; and shall be adopted on receiving the affirmative vote of the holders of a majority of the shares entitled to vote thereon;

B. All the directors and all the shareholders of the Corporation eligible to vote may sign a written statement manifesting their intention that the change shall thereby be adopted;

C. The shareholders may amend or appeal these Articles of Incorporation without an act of the directors at a meeting for which notice of the changes to be made is given; or

D. If no shares have been issued, these Articles of Incorporation may be amended or repealed by the affirmative vote of the majority of the directors.

ARTICLE XI - Duration

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 29th day of February, 1996.

Stephen E. Moore  
Stephen E. Moore

ACCEPTANCE BY RESIDENT AGENT

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

THE PRENTICE-HALL CORPORATION SYSTEM, INC.

Date: 2/29/96

By: Jay S. Robbins  
Name: JAY S. ROBBINS  
Title: ASS'T VP

P96000019511

WARNER & STACKPOLE  
ATTORNEYS AT LAW  
Established 1874

75 State Street  
Boston, Massachusetts 02109  
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Mary Ann Kramer, Paralegal  
Direct Dial: (617) 951-9222

March 11, 1996

VIA FEDERAL EXPRESS

Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32314

700001740357  
-03/12/96--01123--010  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Attn: Amendment Section

Re: First Class Carriages, Inc. - Document # P96000019511

Dear Sir/Madam:

Enclosed for filing please find an original and one copy of Articles of Correction of Articles of Incorporation to correct the name of the above corporation to "First Class Carriage, Inc." Also enclosed is a check, payable to the Florida Department of State, in the amount of \$87.50 representing the filing fee and the fee for a certified copy.

Kindly return the certified copy to the undersigned. I have included a return envelope for your convenience.

Thank you.

Very truly yours,

*Mary Ann Kramer*

Mary Ann Kramer  
Legal Assistant

MAK:ts  
Enclosures

c: Patricia Stone  
Helen Falvey/CSC Networks  
Stephen E. Moore, Esq.

42008-0:108006

FILED  
96 MAR 12 AM 8:25  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

*3/18 Art of Correction*

ARTICLES OF CORRECTION  
OF  
ARTICLES OF INCORPORATION  
OF  
FIRST CLASS CARRIAGES, INC.

96 MAR 12 PM 8:25  
FILED  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0124 of the Florida Statutes, the undersigned does hereby certify that the Articles of Incorporation of First Class Carriages, Inc., filed with the Florida Department of State on March 1, 1996 and assigned document number P96000019511, contained an error and these Articles of Correction are filed to correct said error.

1. The name of the corporation as set forth in Article I was incorrectly spelled as "First Class Carriages, Inc."
2. The correct name of the corporation should have been "First Class Carriage, Inc."
3. Article I, as corrected, shall be and read as follows:

"ARTICLE I - Name and Address

The name of the Corporation is First Class Carriage, Inc.

The principal office and mailing address of the Corporation is 10870 Egret Pointe Lane, West Palm Beach, Florida 33412, subject to change and relocation by the Board of Directors."

IN WITNESS WHEREOF, the undersigned has executed these Articles of Correction on this 6th day of March, 1996.

FIRST CLASS CARRIAGE, INC.

By Patricia Stone  
Patricia Stone, President