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PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FROM: EMPLOYE CORPORATION, K... COMPANY
STATE OF FLORIDA
TALLAHASSEE, FLORIDA
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PHONE: (305) 641-3094
FAX: (305) 641-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: PALM SHUTTLE SERVICES, INC.
FAX AUDIT NUMBER: H96000004000
DATE REQUESTED: 04/01/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 6
ESTIMATED CHARGE: \$122.60
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TIME REQUESTED: 17:10:28
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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EFFECTIVE DATE
4-1-96

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96 APR -2 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
PALM SHUTTLE SERVICES, INC.

ARTICLE I.

The name of this Corporation is:

PALM SHUTTLE SERVICES INC., a Florida Corporation

ARTICLE II.

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III.

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

ARTICLE IV.

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI.
VOTING RIGHTS:

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VII.
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Mark B. Goldstein, Esq.
1000 S. Federal Hwy #202
Ft. Laud., FL 33316

FBN.
(305) 761.8810

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TALLAHASSEE, FLORIDA
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ARTICLE VIII.

The street address of the initial registered office of this Corporation is: 1000 South Federal Highway, Suite 201, Fort Lauderdale, Florida 33316, and the name of the initial registered agent of this Corporation at that address is: MARK B. GOLDSTEIN, ESQ, and the principal place of business of the corporation is 1000 South Federal Highway, Suite 201, Fort Lauderdale, Florida 33316.

ARTICLE IX.

This Corporation shall have one (4) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and address of the initial Directors of this Corporation are:

MARK B. GOLDSTEIN
1000 SOUTH FEDERAL HIGHWAY
SUITE 201
FORT LAUDERDALE, FLORIDA 33316

JAMES A. DINUCCI
3031 NORTH OCEAN BLVD, #1501
FORT LAUDERDALE, FLORIDA 33308

KATERINA M. GARDELLA
3031 NORTH OCEAN BLVD, #1501
FORT LAUDERDALE, FLORIDA 33308

ANGELINA DINUCCI
917 MOORE STREET
PHILADELPHIA, PENNSYLVANIA 19148

ARTICLE X.

The name and address of the person or entity signing these Articles of Incorporation is:

MARK B. GOLDSTEIN
1000 SOUTH FEDERAL HIGHWAY
SUITE 201
FORT LAUDERDALE, FLORIDA 33316

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**ARTICLE XI.
AMENDMENT:**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of April, 1996.

**PALM SHUTTLE SERVICES, INC.,
a Florida Corporation**

BY: [Signature]
Mark B. Goldstein, Incorporator

STATE OF FLORIDA)

SS:)

COUNTY OF BROWARD)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared MARK B. GOLDSTEIN, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; i.e., Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 1st day of April, 1996, in the County and State aforesaid.

Angela Catherine Warshefski
Angela Catherine Warshefski
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:



ANGELA CATHERINE WARSHEFSKI
My Commission C068842
Expires Jan. 29, 2000

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.**

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT PALM SHUTTLE SERVICES, INC., A FLORIDA CORPORATION DESIRING TO
ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE,
AS INDICATED IN THE ARTICLES OF INCORPORATION AT 1000 SOUTH FEDERAL
HIGHWAY, SUITE 201, FORT LAUDERDALE, FLORIDA 33316, HAS NAMED MARK B.
GOLDSTEIN, LOCATED AT 1000 SOUTH FEDERAL HIGHWAY, SUITE 201, FORT
LAUDERDALE, FLORIDA 33316, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

PALM SHUTTLE SERVICES, INC.,
a Florida Corporation

BY: [Signature]
MARK B. GOLDSTEIN, DIRECTOR

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE
TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS
OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

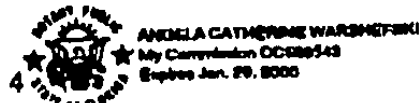
By: [Signature]
MARK B. GOLDSTEIN
Dated: _____

STATE OF FLORIDA)
 SS:)
COUNTY OF BROWARD)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer
oaths and to take acknowledgments, personally appeared MARK B. GOLDSTEIN, ESQ., known to me
to be the person described in and who executed the foregoing instrument, who acknowledged before me
that he executed the same, that I relied upon the following form of identification of the above-named
person; Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 1st day of April, 1996, in the County and State
aforesaid.

[Signature]
Angela Catherine Warnefski
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:



FILED
96 APR -2 AM
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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P96000028472

UNIVERSITY VILLAGE CENTER
235 NORTH UNIVERSITY DRIVE
PIMBROKE PINES, FL 33024

TELEPHONE:(954) 966-6993
FAX:(954) 961-9907

September 25, 1996

Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

100001865301
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*****96.25 *****96.25

Dear Sir or Madam:

Enclosed please find the Articles of Dissolution for **PALM SHUTTLE SERVICES, INC.**, In addition please find a check in the amount of \$96.25 which is for the \$35 filing fee, \$52.50 for a certified copy, and \$8.75 for the certificate of status.

Please return the requested documents to my office at the above address.

Thank you for your attention to this matter. Should you have any questions regarding this case please contact my office.

Very truly yours,



Scott E. Cohn

FILED
96 NOV -4 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 9, 1996

Scott E. Cohn, Esq.
235 N. University Dr.
Pembroke Pines, FL 33024

SUBJECT: PALM SHUTTLE SERVICES, INC.
Ref. Number: P96000028472

We have received your document for PALM SHUTTLE SERVICES, INC. and your check(s) totaling \$96.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Dissolution must comply with either section 607.1401 or 607.1403, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 696A00046012

ARTICLES OF DISSOLUTION FOR PALM SHUTTLE SERVICES, INC.

Pursuant to Florida Statute 607.1401, Palm Shuttle Services, Inc. submits the following articles of Dissolution.

That the true and correct name of the corporation is Palm Shuttle Services, Inc.

That the articles of incorporation were filed on April 1, 1996 as a corporation for profit in Tallahassee, Florida with the division of corporations.

That none of the corporation's shares were ever actually issued and that the corporation has ceased operating business.

That there remains no known unpaid debt of the corporation. Should a debt be presented for payment subsequent to the Dissolution of the corporation it will be paid from any existing assets of the corporation.

If there exists any assets of the corporation after winding up the dissolution of the corporation the amounts will be equally distributed among the remaining directors.

A majority of both the incorporators and directors authorized this dissolution of the corporation.

That KATRINA GARDELLA is the President, secretary, and treasurer of the corporation and has been appointed by the directors to dissolve this corporation. To aid in the dissolution and liquidation of this corporation the officers and directors have agreed as follows:

1. Prior Inconsistent Agreements: Any provisions of any corporate documents entered into by the parties hereto, including articles of incorporation, bylaws of the corporation, or any other corporate documents which are inconsistent with this agreement are hereby declared void, and are superseded and replaced by the provisions of this Agreement.

2. Effective date of Dissolution: The corporation shall be dissolved as of the close of business on September 27, 1996. Promptly thereafter, the affairs of the corporation shall be wound up and any remaining assets liquidated.

3. Cessation of Corporation Business: Operation of the corporation business shall cease not later than September 27, 1996, after which date no contracts shall be accepted that require continuation of the business, as except as contained in the provisions of this Agreement.

4. Liquidating Party: KATRINA GARDELLA is hereby appointed as the liquidating party of the corporation.

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TALLAHASSEE, FLORIDA

a. General Authority: The liquidating party is hereby given the sole power and authority to wind up the affairs of the corporation. The liquidating party is authorized to undertake all proper acts and procedures incident to the dissolution of this corporation.

b. Powers: (I) Subject to the provisions hereafter contained, the liquidating party is authorized and empowered on behalf of the corporation to sell transfer, pledge, or otherwise dispose of the assets of the corporation, on such terms and for such consideration as deemed proper, and generally to do all such acts as may be necessary and proper for a complete settlement for all the affairs of the corporation.

(II) The liquidating party shall have the power to employ attorneys and accountants as is deemed necessary in winding up the corporation affairs. The compensation of such attorneys and accountants shall be chargeable as an expense to and payable by the corporation.

c. Compensation: The liquidating party shall not receive compensation for their services in winding up the corporation affairs.

5. Disposition of books and records: All ledgers, files, checkbooks, and other books of account and records of the corporation shall be kept by the liquidating party at 3031 N. Ocean Blvd., #1501, Ft. Lauderdale, FL 33308.

Executed at Pembroke Pines, Florida, on Sept. 26, 1996.

DISSOLVING CORPORATION

Palm Shuttle Services, Inc., a
Florida Corporation

By: Katrina Marie Gardella
KATRINA GARDELLA,
President

LIQUIDATING PARTY

Katrina Marie Gardella
KATRINA GARDELLA

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TALLAHASSEE, FLORIDA