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JIM SIERRA & ASSOCIATES

9290 SUNSET DRIVE STE 105

MIAMI, FL 33143

TEL. (305) 271-7310

July 27, 1996

SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA 32304

800001511103
-08/02/96--01003--003
***122.50 ***122.50

RE: SOFT TOUCH LIMOUSINE SERVICES, INC.

Gentlemen,

Enclosed herewith are the Article of Incorporation of SOFT TOUCH LIMOUSINE SERVICES, INC. and a check in the amount as follows:

Filing fee	\$ 35.00
Certified copy	52.50
Registered Agent fee	35.00
TOTAL	\$122.50

Please mail our copies of the documents to the above address. Thank you.

Very truly yours,

JIM SIERRA & ASSOCIATES

ARTICLES OF INCORPORATION
- OF -
SOFT TOUCH LIMOUSINE SERVICES, INC.

We, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

SOFT TOUCH LIMOUSINE SERVICES, INC.

ARTICLE II

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

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is **THREE HUNDRED (300)** shares of common stock, having a par value of **ONE (\$1.00) DOLLARS PER SHARE**.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than **THREE HUNDRED (\$300.00) DOLLARS**.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

920 NW 197TH AVE
PEMBROKE PINES, FL 33029

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The name and street address of the member of the first Board of Directors of this corporation are as follows:

EARL MILLS

920 NW 197TH AVE
PEMBROKE PINES, FL 33029

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

EARL MILLS

920 NW 197TH AVE
PEMBROKE PINES, FL 33029

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

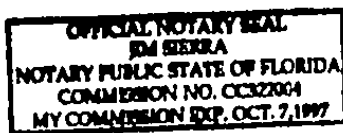
IN WITNESS WHEREOF, the undersigned EARL MILLS , being natural person(s), competent to contract, have here unto set his/their hands and seal this 27th day of July, 1996.


EARL MILLS

STATE OF FLORIDA) S.S.
COUNTY OF DADE)

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared [name of the person], known and known to me, to be the person(s) described herein and who executed the foregoing Article of Incorporation, and he/she acknowledged before me that he/she executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 27th day of July, 1996.




JIM SIERRA

My commission expires:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT SOFT TOUCH LIMOUSINE SERVICES, INC.
(Name of corporation)

WITH ITS PLACE OF BUSINESS AT 920 NW 197TH AVE PEMBROKE PINES, FL 33029

HAS NAMED EARL MILLS
(Name of registered Agent)

LOCATED AT 920 NW 197TH AVE
(Street address and number of building - PO Box address ARE NOT acceptable)

CITY OF PEMBROKE PINES, STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE *Earl Mills*
(Corporate Officer)

TITLE President

DATE 7/26/96

I, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY 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.

SIGNATURE *Earl Mills*
(Registered Agent)

DATE 7/26/96