

P96000066653

Christine E. Puto

Attorney at Law

63 - 53rd Street, Ocean  
Marathon, Florida 33050  
Telephone 305-743-7999  
Facsimile 305-743-7241

July 12, 1996

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

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-07/23/96--01003--002  
\*\*\*\*122.50 \*\*\*\*122.50

Re: CHARIOTS OF FLORIDA, INC.

Ladies and Gentlemen:

Enclosed are the Articles of Incorporation for CHARIOTS OF FLORIDA, INC. for filing with your office. Please endorse, certify and return the duplicate to me at your earliest convenience.

I have also enclosed my check in the amount of \$122.50 to cover the cost of filing.

Thank you for your assistance and cooperation in this matter.

Sincerely,

*Christine E. Puto*

Christine E. Puto

cep:ss

enclosures

~~496-15481~~

Dmc  
7-23-96

~~502~~

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Christine E. Puto*

*Attorney at Law*

*63 - 53rd Street, Ocean  
Marathon, Florida 33050  
Telephone 305-743-7999  
Facsimile 305-743-7241*

July 29, 1996

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

Attention: Doris McDuffie  
Corporate Specialist Supervisor

Re: HIDEAWAY LIMOUSINE SERVICE, INC.  
Letter Number: 396A00035603  
Ref. Number: W96000015481 (Chariots of Florida,  
Inc.)

Dear Ms. McDuffie:

In accordance with your correspondence dated July 24, 1996, enclosed are the Articles of Incorporation for HIDEAWAY LIMOUSINE SERVICE, INC., resubmitted for filing with your office. Please endorse, certify and return the duplicate to me at your earliest convenience.

A copy of the above-referenced letter is provided for resubmission of this document for filing.

Thank you for your assistance in this matter.

Sincerely,

*Christine E. Puto*

Christine E. Puto

cep:ss

enclosures: Corrected Articles of Incorporation ✓  
in duplicate  
Letter Number: 396A00035603 ✓



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 24, 1996

CHRISTINE E. PUTO  
ATTORNEY AT LAW  
63 - 53RD STREET, OCEAN  
MARATHON, FL 33050

SUBJECT: CHARIOTS OF FLORIDA, INC.  
Ref. Number: W96000015481

We have received your document for CHARIOTS OF FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 396A00035603

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FOR

HIDEAWAY LIMOUSINE SERVICE, INC.

These Articles of Incorporation are signed by the incorporators for the purpose of forming a profit corporation pursuant to Chapter 607 of the Florida Statutes, known as the Florida General Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of the Corporation is HIDEAWAY LIMOUSINE SERVICE, INC.

ARTICLE II

PURPOSES

The purpose or purposes for which the corporation is organized are as follows:

To provide limousine service for patrons of Mike's Hideaway Cafe to and from the restaurant, and for such other occasions as private limousine service may be requested or desired.

The corporation may engage in any and all lawful activities, or businesses, permitted under the laws of the United States, State of Florida or any other state or country.

The corporation may enter into, make and perform contracts of any kind, with any person, firm, or corporation, municipality, state, country, or dependency

thereof.

The corporation may acquire, and make payment therefor in cash or in the stock or bonds of the corporation, or by undertaking or assuming the obligations and liabilities of the transferor, or in any other way, the good will, rights and property, the whole or any part of the assets, tangible or intangible, and to undertake or assume the liabilities of any person, firm, corporation, or association, to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all of the powers necessary or convenient for the conduct and management thereof.

IN GENERAL, the corporation may do any and all of the things herein set forth to the same extent as natural persons might or could do and in any part of the world, as principals, agents, contractors, trustees, or otherwise, either alone or in company with others, and to carry on any other business in connection therewith, and to do all things not forbidden and with all the powers conferred upon corporations by the laws of the State of Florida.

#### ARTICLE III

#### CAPITAL STOCK

The total authorized capital stock is:

50,000 common shares, with par value of \$1.00.

#### ARTICLE IV

##### VOTING RIGHTS OF STOCKHOLDERS

Each share of common stock shall be entitled to one vote on all matters that may properly come before the corporation. At each meeting for the election of Directors, each stockholder shall have as many votes as the number of shares of common stock owned by him, multiplied by the number of Directors to be elected at such meeting. These votes may be divided among the number of Directors to be elected by the stockholders in such proportion as the holder may desire.

#### ARTICLE V

##### DIVIDENDS

Each share of common stock shall share equally in any dividend, and any whole or partial liquidation of the corporation, voluntary or otherwise. Such dividends may be paid out of any fund legally available for such purpose.

#### ARTICLE VI

##### STOCK RESTRICTIONS

No stockholder shall sell, offer for sale, or attempt to transfer any of his stock, or mortgage, pledge, hypothecate or otherwise encumber any of his stock, nor shall the corporation be required to transfer any stock on the books of the corporation, except to other

stockholders, (unless all the stockholders shall have first consented to such transfer), unless said stockholder shall have first offered his stock, in writing, to the corporation. The corporation shall have a period of 120 days after such offer within which to elect to acquire the stock at a price equal to the book value of the stock on the date it is offered for sale.

#### ARTICLE VII

##### REGISTERED CORPORATE OFFICE AND RESIDENT AGENT

The address of the principal registered office is 8203 Gulf of Mexico Blvd., Marathon, FL 33050. The mailing address of the corporation is also at 8203 Gulf of Mexico Blvd., Marathon, FL 33050.

The name of the registered agent is MICHAEL H. WELLS, whose address is 8203 Gulf of Mexico Blvd., Marathon, FL 33050.

#### ARTICLE VIII

##### INCORPORATOR

The name and address of the incorporator is as follows:

MICHAEL H. WELLS

8203 Gulf of Mexico Blvd.  
Marathon, FL 33050

#### ARTICLE IX

##### STOCKHOLDERS PRIVATE PROPERTY

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent

whatsoever, except as otherwise provided by statute.

ARTICLE X

AMENDMENTS

The corporation reserves the right to alter, amend, or repeal any provisions contained herein, and all rights and powers herein conferred on the directors and stockholders are granted subject to this reservation.

ARTICLE XI

SECTION 1244 INTERNAL REVENUE CODE

The capital stock of the corporation shall be issued in accordance with a written plan whereby such stock shall qualify as "Section 1244 Stock" under Section 1244, of the United States Internal Revenue Code, and the corporation shall qualify as a "Small Business Corporation" under Section 1244.

These Articles of Incorporation are hereby executed this 6 day of August, 1996.



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MICHAEL H. WELLS



**ACKNOWLEDGMENT**

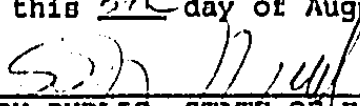
STATE OF FLORIDA

ss.

COUNTY OF MONROE

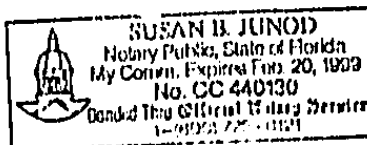
I HEREBY CERTIFY that MICHAEL H. WELLS, who is personally known to me, personally appeared before me and acknowledged before me that he is the Incorporator of HIDEAWAY LIMOUSINE SERVICE, INC., a Florida corporation; that he executed the foregoing Articles of Incorporation for and on behalf of said corporation, and that the statements contained therein are true and correct.

WITNESS my hand and official seal in the State of Florida and County aforesaid, this 21<sup>st</sup> day of August, 1996.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

Susan B. Junod

My commission expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned, the designated registered agent for this corporation, hereby acknowledges that he is familiar with, and accepts the duties and responsibilities as registered agent for said corporation.

  
\_\_\_\_\_  
MICHAEL H. WELLS

DATED: 5 August, 1996

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SEC. OF STATE  
TALLAHASSEE, FLORIDA