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EMPIRE CORPORATE KIT

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: UNITED LIMO AND VAN, INC.

AUDIT NUMBER.....H96000013266

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

September 23, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: UNITED LIMO AND VAN, INC.
REF: W96000019958

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

THE FLORIDA BAR NUMBER OF THE ATTORNEY WAS CUT OFF FROM THE PAGE.
PLEASE RESEND.

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000013266
Letter Number: 196A00043694

ARTICLES OF INCORPORATION**OF****UNITED LIMO AND VAN, INC.****ARTICLE I.**

The name of this Corporation is:

UNITED LIMO AND VAN, 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.
FBN. 705376 / 954-761-8810¹
1000 S. Federal Hwy #201
Ft. Lauderdale, FL 33316

H96-000013266

EFFECTIVE DATE
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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 S. 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, and the principal place of business of the corporation is 10740 N.W. 21st Place, Coral Springs, Broward County, Florida 33071.

ARTICLE IX.

This Corporation shall have Two (2) 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 Director of this Corporation is:

JAMES DINUCCI
10740 N.W. 21ST PLACE
CORAL SPRINGS, BROWARD COUNTY, FLORIDA 33071.

MARK B. GOLDSTEIN
1000 S. FEDERAL HIGHWAY, SUITE 201
FORT LAUDERDALE, BROWARD COUNTY, FLORIDA 33316.

ARTICLE X.

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

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

**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 20th day of September, 1996.

UNITED LIMO AND VAN, INC.,
a Florida Corporation

BY: 
MARK B. GOLDSTEIN, Incorporator

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H9600001326

STATE OF FLORIDA)

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 20th day of September, 1996, in the County and State aforesaid.

Angela Fisherwood
PRINT NAME: Angela Fisherwood
NOTARY PUBLIC/STATE OF FLORIDA
My commission expires:
Commission No: _____

OFFICIAL NOTARY SEAL
ANGELA FISHERWOOD
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC273321
MY COMMISSION EXP. APR. 8, 1997

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**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 UNITED LIMO AND VAN, 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
10740 N.W. 21ST PLACE, CORAL SPRINGS, BROWARD COUNTY, FLORIDA 33071 HAS
NAMED MARK B. GOLDSTEIN, LOCATED AT 1000 S. FEDERAL HIGHWAY, SUITE
201, FORT LAUDERDALE, BROWARD COUNTY, FLORIDA 33316, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

UNITED LIMO AND VAN, INC.,
a Florida Corporation

BY: 
MARK B. GOLDSTEIN, INCORPORATOR

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: 
MARK B. GOLDSTEIN

Dated: 9/20/96

STATE OF FLORIDA)

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

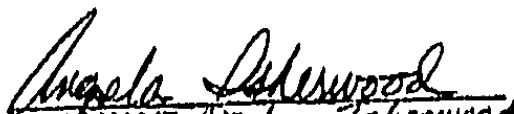
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EMPIRE CORPORATE KIT

P.07/07
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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 20th day of September, 1996, in the County and State aforesaid.


PRINT NAME: Angela Isherwood
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:
Commission No: _____

OFFICIAL NOTARY SEAL
ANGELA ISHERWOOD
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC275321
MY COMMISSION EXT. APR. 8, 1997

This instrument prepared by:
Mark B. Goldstein, Esquire
Mark B. Goldstein, P.A.
1000 South Federal Highway, #201
Fort Lauderdale, Florida 33316

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA