

(SAMPLE LETTER OF TRANSMITTAL)

P96000096825

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: ROYAL HORSE DRAWN CARRIAGES, Inc.
(name of corporation)

500002010025--6
-11/20/96--01089--005
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

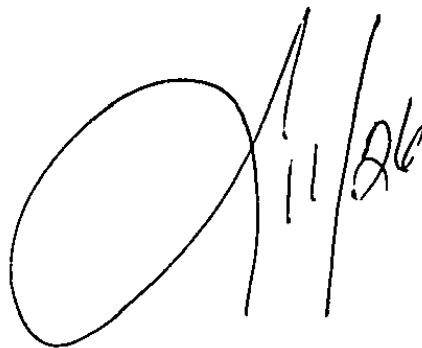
Very truly yours,



(Individual's name)
WILLIAM VERGIS

ROYAL HORSE DRAWN CARRIAGES, INC.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
2205 South Cypress Bend		
Bldg. 8, #602		
POMPAHO BEACH, FL 33069		
PHONE		
(954)	971-9820	
Area Code	Number	Ext.



96 NOV 20 PM 12:57
SECRETARY OF STATE
TALLAHASSEE FL 32314

FILED

ARTICLES OF INCORPORATION

of

ROYAL HORSE DRAWN CARRIAGES, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

ROYAL HORSE DRAWN CARRIAGES, INC.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five hundred shares (500) of ONE DOLLAR Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>ROYAL HORSE DRAWN CARRIAGES, INC.</u>		
ADDRESS	<u>2205 S. CYPRESS BEND, Bldg. 8, #602</u>		
CITY	<u>POMPANO BEACH</u>	FLORIDA	ZIP <u>33069</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>JAMES WETZEL</u>		
ADDRESS	<u>2205 S. CYPRESS BEND, Bldg. 8, #602</u>		
CITY	<u>POMPANO BEACH</u>	FLORIDA	ZIP <u>33069</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

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 addresses of the initial director(s) of the corporation are as follows:

NAME	<u>WILLIAM VERGIS</u>		
ADDRESS	<u>2000 HIATUS ROAD</u>		
CITY	<u>PEMBROKE PINES</u>	STATE <u>FL</u>	ZIP <u>33026</u>
NAME	<u>JAMES WETZEL</u>		
ADDRESS	<u>2205 S. CYPRESS BEND, Bldg. 8, #602</u>		
CITY	<u>POMPANO BEACH</u>	STATE <u>FL</u>	ZIP <u>33069</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

FILED
96 NOV 20 PM 12:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

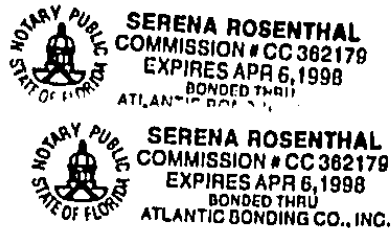
ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME: <u>WILLIAM VERGIS</u>		
ADDRESS: <u>2000 HIATUS ROAD</u>		
CITY: <u>PEMBROKE PINES</u>	STATE: <u>FL</u>	ZIP: <u>33026</u>
NAME: <u>JAMES WETZEL</u>		
ADDRESS: <u>2205 S. CYPRESS BEND, Bldg. 8, #602</u>		
CITY: <u>POMPAHO BEACH</u>	STATE: <u>FL</u>	ZIP: <u>33069</u>
NAME:		
ADDRESS:		
CITY:	STATE:	ZIP:

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 18
day of November, 1996.

William Vergis (Seal)
James Wetzel (Seal)
Serena Rosenthal (Seal)



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

ROYAL HORSE DRAWN CARRIAGES, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 2205 SOUTH CYPRESS BEND, BLDG. 8, #602
POMPANO BEACH, FL. 33069

has named JAMES WETZEL

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

James Wetzel
(registered agent)

FILED
NOV 20 PM 12:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA