

P96000100071

TRANSMITTAL LETTER

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

400002024254--7
-12/10/96--01039--020
****122.50 ****122.50

SUBJECT: VICTORY CAB CO.
(Proposed corporate name)

EFFECTIVE DATE
12-2-96

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50.

FROM: ACCOUNTING PROFESSIONALS GROUP, INC.
6220 S. ORANGE BLOSSOM TRAIL, SUITE 142
ORLANDO, FLORIDA 32809
(407) 856-1906

FILED
96 DEC -9 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Angel Cepeda GAVE
AUTHORIZATION BY PHONE TO
CORRECT Esther Nater
DATE 12/11/96
DOC EXAM Don's Brown

Note: Additional copy of Articles is needed only when certified copy is requested.

12/11/96

**ARTICLES OF INCORPORATION
OF
VICTORY CAB CO.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
12-2-96

ARTICLE I - NAME

The name of this Corporation is Victory Cab Co. initial address: 7916 Barrowood Street, Orlando, Florida 32824.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on December 2, 1996.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 5000 shares of Five (\$5.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of this Corporation is Alberto Cruz, 7916 Barrowood Street, Orlando, FL 32835.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have Six (6) Directors, initially. The number of Director/s may be increased or diminished from time to time by the Bylaws but shall never be less than one (1).

The names and addresses of the initial Directors of this Corporation are:

NAME	ADDRESS
Alberto Cruz	7916 Barrowood Street Orlando,, FL 32835
Francisco Lopez	465 Andes Ave. Orlando,, FL 32807
Ruper Candelo	465 Andes Ave. Orlando,, FL 32807
Lazaro R. Ferrer	465 Andes Ave. Orlando,, FL 32807
Jose Rafael Sola	9008 Littleton Court Orlando,, FL 32817
Bhim E. Mahadeo	1204 Roscoe Kissimmee, FL 34741

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE IX - 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is Francisco Lopez, 465 Andes Ave., Orlando, Florida 32807.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

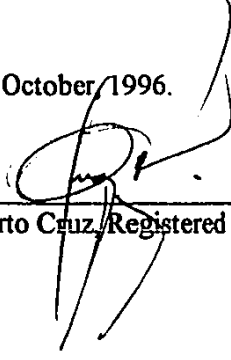
IN WITNESS WHEREOF, the undersigned has executed these Articles of

Incorporation this 31st day of October, 1996.


Francisco Lopez, President

ACCEPTANCE BY REGISTERED AGENT HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES,

Dated this 31st day of October 1996.

By 
Alberto Cruz, Registered Agent

FILED
96 DEC -9 PM 1:59
CLERK OF STATE
TALLAHASSEE, FLORIDA

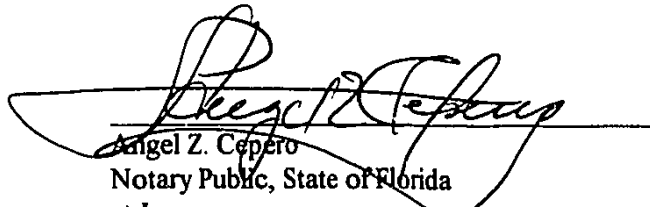
STATE OF FLORIDA

ORANGE COUNTY

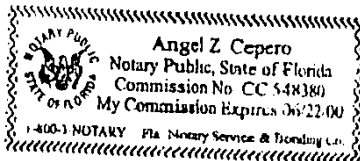
Before me, a Notary Public authorized in the State and County set forth above, personally appeared Francisco Lopez, known to me and known by me to be the person who, as Incorporator of VICTORY CAB CO., and he acknowledged before me that he executed those Articles of Incorporation.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Alberto Cruz, known to me and known by me to be the person who, as Registered Agent of VICTORY CAB CO., and accepts the obligations and duties of the position of Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 31st, day of October, 1996.


Angel Z. Cepero
Notary Public, State of Florida
at Large

My Commission Expires:



FILED
96 DEC -9 PM 1:59
CLERK OF THE CIRCUIT
STATE OF FLORIDA