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#### ARTICLES OF INCORPORATION

OF

XL LIMO & TRANSPORTATION, INC.

97 JAN 30 PH 4: 28
SECRETIVAL OF STATE
RALLAHASSEE FLORIDA

The undersigned Incorporator to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida.

### ARTICLE I. CORPORATE NAME

The name of the Corporation is: XL LIMO & TRANSPORTATION, INC.

### ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this

Corporation is authorized to issue and have outstanding

at any one time is Five Thousand (5,000) shares of

common stock having a par value of One and no/100 (\$1.00)

Dollar per share.

Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued.

All shares issued shall be fully paid and nonassessable.

### ARTICLE IV. <u>TERM OF EXISTENCE</u>

This Corporation shall have perpetual existence.

# ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of

Florida shall be:

GREGG WASSERMAN 197 Montgomery Road Altamonte Springs, FL 32714

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

# ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have One (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than One (1).

### ARTICLE VII. <u>INITIAL DIRECTORS</u>

The name of the initial director of this corporation and their street address are:

GREGG WASSERMAN 197 Montgomery Road Altamonte Springs, FL 32714

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

### ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

GREGG WASSERMAN 197 Montgomery Road Altamonte Springs, FL 32714

# ARTICLE IX. CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

### ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 29 day of JANJARY, 1997.

BY: MASSERMAN

STATE OF FLORIDA )
) ss:
COUNTY OF )

BEFORE ME, a Notary Public, personally appeared GREGG WASSERMAN, known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

NOTARY PUBLIC, State of Florida

My Commission Expires:

LINDA J. SCHWARTZ

MY COMMISSION & CC 677029

EXPWES: August 22, 2000

Bonded The Newy Public Underwiters

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST -- THAT XL LIMO & TRANSPORTATION, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE

STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT

197 MONTGOMERY ROAD, ALTAMONTE SPRINGS, FLORIDA 32714,

DESIGNATES GREGG WASSERMAN, 197 MONTGOMERY ROAD, ALTAMONTE

SPRINGS, FLORIDA 32714 AS ITS AGENT TO ACCEPT SERVICE OF

PROCESS WITHIN FLORIDA.

SIGNATURE:

GREGG ASSERMAN

DATED:

1/29/97

97 JAN 30 PH 4: 28