

P 97000045115



ACCOUNT NO. : 072100000032

REFERENCE : 399645 4351650

AUTHORIZATION :

Patricia Parks

COST LIMIT : \$ 122.50

ORDER DATE : May 21, 1997

ORDER TIME : 9:43 AM

300002186723--6

ORDER NO. : 399645-005

CUSTOMER NO: 4351650

CUSTOMER: Ms. Peggy Parks  
LEBOEUF LAMB GREENE & MACRAE  
LLP  
Suite 2800  
50 North Laura Street  
Jacksonville, FL 32202-3650

DOMESTIC FILING

NAME: FIRST CITY TRANSIT COMPANY  
1997

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

4

MAY 21 1997

FILED  
MAY 21 11:12:09  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
FIRST CITY TRANSIT COMPANY 1997

FILED  
97 MAY 21 PM 12:09  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is First City Transit Company 1997.

ARTICLE II - ADDRESS

The address of the principal office and the mailing address of this Corporation is 4730 Highway A1A, St. Augustine, Florida 32086.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue 1,000,000 shares of common stock, all of which shall be of the par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 4730 Highway A1A, St. Augustine, Florida 32086 and the name of its initial registered agent at such address is Robert J. L. Laurence.

ARTICLE V - INITIAL BOARD OF DIRECTORS


The number of Directors constituting the initial Board of Directors of this Corporation shall be one (1) and the name and address of that person who is to serve as a member thereof is:

Robert J. L. Laurence  
4730 Highway A1A  
St. Augustine, Florida 32086

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is Robert J. L. Laurence, 4730 Highway A1A,  
St. Augustine, Florida 32086.

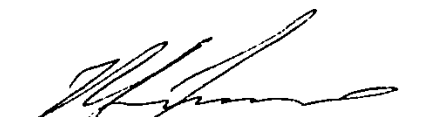
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of  
Incorporation this \_\_\_\_ day of May 1997.

  
\_\_\_\_\_  
Robert J. L. Laurence  
Incorporator

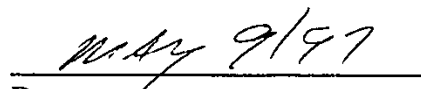
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That First City Transit Company 1997 desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of St. Augustine, State of Florida, has named Robert J. L. Laurence located 4730 Highway A1A, City of St. Augustine, State of Florida, as its agent to accept service of process within Florida.

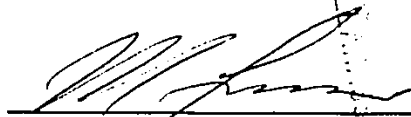


Robert J. L. Laurence  
Incorporator



Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Robert J. L. Laurence, hereby agrees to act in this capacity, and Robert J. L. Laurence further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.



Robert J. L. Laurence

FILED  
MAY 21 PM 12:09  
CLERK OF COURT  
JULIA A. BROWN  
ST. AUGUSTINE, FLORIDA