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LAW OFFICE
RICHARD GOLDSTONE, P.A.

2301 WEST SAMPLE ROAD
BUILDING 3, SUITE 3-A
POMPANO BEACH, FLORIDA 33073
TELEPHONE: (954) 975-7800 / TELEFAX: (954) 978-6073

July 2, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL -9 PM 1:24

Secretary of State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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Attention: Charter Section

Re: Articles of Incorporation of D & G, INC.

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation with regard to the above-named Florida corporation, together with a copy thereof to be certified.

Also enclosed is our firm's check number 3100 in the amount of \$122.50 to cover the cost of the filing fee, Registered Agent Designation, and a certified copy of the Articles for said corporation.

Kindly forward the certified copy back to this office. Thanking you in advance for your attention to this matter, I am

Yours very truly,

Richard Goldstone

RICHARD GOLDSTONE, P.A.

10/17/97 11:00 AM

RG/cp
Enclosures: as stated

*7-18-97
7-11-97
WS*

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July 16, 1997

Wanda Sampson, Document Specialist
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Refiling of Articles of Incorporation
Your Letter Number 497A00035825
D & G OF SOUTH FLORIDA, INC.

Dear Ms. Sampson:

The Articles of Incorporation for D & G, Inc. were previously returned to us because the name was unavailable. Enclosed is a copy of your referenced letter dated July 11, 1997.

We are hereby filing the corporation under the new name approved by the Department by telephone. Please find enclosed the original and one copy of the Articles of Incorporation regarding the above named Florida corporation. Our firm's check number 3100 in the amount of \$122.50, representing the cost of the original filing fee and certified copy, was paid with the first filing and is already in your possession.

Thanking you for your assistance and your prompt attention to this matter, I remain

Very truly yours,

Richard Goldstone

RICHARD GOLDSTONE, P.A.

RG/jc
Enclosures: as stated



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 11, 1997

RICHARD GOLDSTONE, P.A.
2301 W. SAMPLE RD., SUITE 3-A
POMPANO BEACH, FL 33073

SUBJECT: D & G, INC.
Ref. Number: W97000016093

We have received your document for D & G, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 497A00035825

ARTICLES OF INCORPORATION
OF
D & G OF SOUTH FLORIDA, INC.

ARTICLE I

NAME

The name of the corporation shall be:

D & G OF SOUTH FLORIDA, INC.

Its business shall be carried on in the State of Florida, in the United States of America and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation shall be: Maintenance and operation of the Pompano Beach Bus Terminal, in Pompano Beach, Broward County, Florida, and all manner of services in connection therewith.

In addition: The corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The authorized capital stock of this corporation shall consist of One Thousand (1,000) Shares of Common Stock having a par value of One Dollar (\$1.00).

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The stock of the corporation shall be issued for such consideration as may be determined by its Board of Directors. Shareholders shall have no preemptive rights. Shareholders may enter into agreements with the corporation or with each other to control or restrict the transfer of stock, and such agreements may take the form of options, rights of first refusal, buy-sell agreements or any other lawful form of agreement.

ARTICLE IV

INITIAL REGISTERED AGENT AND OFFICE

The corporation's initial Registered Agent and Registered Office are:

**Richard Goldstone, Esq.
RICHARD GOLDSTONE, P.A.
2301 West Sample Road
Building 3, Suite 3-A
Pompano Beach, FL 33073**

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Acknowledgment and Consent of Registered Agent:

Having been named Registered Agent to accept service of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

By: Richard Goldstone
**Richard Goldstone, Esq.
Registered Agent**

ARTICLE V

INITIAL BOARD OF DIRECTORS

The name and address of the initial member of the first Board of Directors is:

**Dion Denton
2190 N.E. 4th Street
Pompano Beach, FL 33062**

The business of the corporation shall be managed by a Board of Directors consisting of not less than one (1) or more than three (3) directors. The number of directors may be increased or diminished from time to time in accordance with the By-Laws, which shall be specifically provide for increases or decreases in the number of directors without the necessity of amending these Articles of Incorporation.

ARTICLE VI

BY-LAWS

The Board of Directors or the shareholders may adopt, amend, alter or repeal By-Laws of the corporation. The By-Laws may contain any provisions for the regulation or management of the affairs of the corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE VII

INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS

The corporation shall indemnify any Director or Officer, and shall have the power to indemnify any Employee, Agent or other person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he was or is acting on behalf of, or at the request of the corporation. Such indemnification may take the form of court costs, attorneys' fees or other expenses incurred by such person involved in such action, suit or proceeding.

ARTICLE VIII

AMENDMENT

These Articles of Incorporation may be amended or repealed by an affirmative vote of a majority of the shareholders of the corporation at any meeting called expressly for that purpose, and all rights conferred on shareholders hereunder are granted, subject to this reservation.

ARTICLE IX

INCORPORATORS

The name and address of the incorporator to these Articles of Incorporation is:

Richard Goldstone, Esq.
RICHARD GOLDSTONE, P.A.
2301 West Sample Road
Building 3, Suite 3-A
Pompano Beach, FL 33073

ARTICLE X

PRINCIPAL OFFICE

The principal office of the corporation shall be located at:

2190 N.E. 4th Street
Pompano Beach, FL 33062

IN WITNESS WHEREOF, I have set my hand and seal this 15
day of July, 1997.

By: Richard Goldstone
Richard Goldstone

STATE OF FLORIDA)

COUNTY OF BROWARD)

THE FOREGOING INSTRUMENT was acknowledged before me this
15 Of July, 1997, by RICHARD GOLDSTONE, ESQ., who is personally
known to me and did take an oath, and who acknowledged that he is
the person who executed the foregoing Articles of Incorporation.

(SEAL)



Jane A. McDevitt
MY COMMISSION # 00543707 EXPIRES
May 31, 2000
BONDED THROUGH FARM GUARANTEE, INC.

Jane A. McDevitt
Signature of Notary Public

Jane A. McDevitt
Printed name of Notary Public