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9/24/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: A.C.T. LIND OF SOUTH FLORIDA, INC.

AUDIT NUMBER.....H97000015851

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

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TALLAHASSEE, FLORIDA

B. McKnight SEP 24 1997

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ARTICLES OF INCORPORATION
OF
A.C.T. LIMO OF SOUTH FLORIDA, INC.

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: A.C.T. LIMO OF SOUTH FLORIDA, INC.

The principal place of business of this corporation shall be:

15255 S.W. 184th Street, Miami, Florida 33187

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 100 shares at \$50.00 par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

RAFAEL PEREZ
15255 S.W. 184th Street
Miami, Florida 33187
(305) 254-1775

Prepared By: RAFAEL PEREZ
15255 S.W. 184th Street
Miami, Florida 33187
(305) 254-1775

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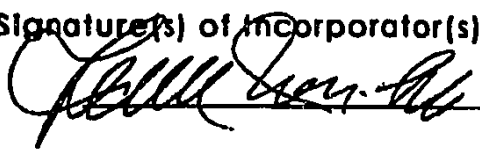
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to this articles of Incorporation is(are):

RAFAEL PEREZ 15255 S.W. 184th Street, Miami, Florida 33187

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have) executed these Articles of Incorporation this 23rd day of Sept., 1997.

Signature(s) of Incorporator(s)

A handwritten signature in dark ink, appearing to read 'Rafael Perez', is written over a horizontal line. Below this line is another horizontal line, and further down is a third horizontal line, all of which are currently blank.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

A.C.T. LIMD OF SOUTH FLORIDA, INC.

2. The name and address of the registered agent and office is:

RAFAEL PEREZ 15255 S.W. 184th Street

(P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33187

(CITY/STATE/ZIP)

SIGNATURE

TITLE REGISTERED AGENT

DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

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