

CORPORATION(S) NAME

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| () Limited Partnership () Reinstatement | () Annual Report () Reservation | () Other () Change of Registered Agent |
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CR2E031 (R8-85)

ARTICLES OF INCORPORATION

OF

TREASURE COAST CHAUFFEURING, INC.

FILED CI-2 AHII: 06

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a Corporation under the laws of the State of Florida.



ARTICLE I

Name

The name of the Corporation is to be TREASURE COAST CHAUFFEURING, INC.

ARTICLE II

Duration

This Corporation shall have perpetual existence.

ARTICLE III

Purpose

This Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States or of this State, more specifically set out as follows:

1. To transact any lawful business for which Corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with an auxiliary foregoing business.

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

Capital Stock

1. The aggregate number of shares which the Corporation is authorized to issue is TEN THOUSAND (10,000) SHARES Common Stock and such stock shall have par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE V

Initial Registered Office, Initial Registered Agent and Designated Place of Business or Domicile

The street address in the State of the initial registered office is: 11000 Prosperity Farms Road, Suite 104, Palm Beach Gardens, Florida 33410 and the name of the registered agent at such address is PHILIP E. LEONE. The designated place of business or domicile of the Corporation is: 295 S. E. St. Lucie Blvd., Stuart, Florida 34996.

ARTICLE VI

Initial Board of Directors

The initial Board of Directors consists of two (2) members. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than (2). The original Board of Directors shall consist of the following:

<u>Name</u>

<u>Address</u>

Office

Stephen Zabrauskas 295 S.E. St. Lucie Blvd.

Director

Stuart, Florida 34996

Name

Address

Office

Jami Zabrauskas

295 S.E. St. Lucie Blvd.

Director

Stuart, Florida 34996

ARTICLE VII

Incorporator

Name

<u>Address</u>

Shares

PHILIP E. LEONE

11000 Prosperity Farms Road

None

Suite 104

Palm Beach Gardens, FL 33410

ARTICLE VIII

Incorporation

The name and address of the person signing these Articles of Incorporation is PHILIP E. LEONE of 11000 Prosperity Farms Road, Suite 104, Palm Beach Gardens, Florida 33410, the registered agent for the Corporation.

ARTICLE IX

Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X

Management of Corporation by Shareholders

Anything to the contrary contained in these Articles of Incorporation notwithstanding, of the shareholders of the Corporation shall so elect, they may exercise all powers and conduct business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE XI

Directors' Residency and Compensation

Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the Articles or By-Laws of the Corporation.

The shareholders of this Corporation shall have exclusive authority to fix the compensation of Directors of this Corporation, unless otherwise provided in the Articles or By-Laws.

ARTICLE XII

Meetings by Conference Telephone

Members of the Board of Directors may participate in special and/or regular meetings of the Board of Directors by means of a conference telephone as provided by law, but annual meetings of the Board of Directors or Shareholders must be attended in fact in person by each Director.

ARTICLE XIII

Effective Date of Incorporation

These Articles of Incorporation at the direction of the incorporator and with the approval of the initial shareholders and Board of Directors shall be effective October 1, 1997.

ARTICLE XIV

Amendment

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal this 15th day of Other, 1997. 11000 Prosperity Farms Road Suite 104 Palm Beach Gardens, FL 33410 STATE OF FLORIDA COUNTY OF PALM BEACH) I HEREBY CERTIFY that on this _____ day of ____, 1997, personally appeared before me, PHILIP E. LEONE, and he acknowledged before me that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed. IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State aforesaid on the date first above written. Notary Public, State of Florida at Large My Commission Expires:

(NOTARY SEAL)

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

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted in, in compliance with said Act:

FIRST, that, TREASURE COAST CHAUFFEURING, INC., desiring to organize under the laws of the State of Florida, with its principal office indicated in the Articles of Incorporation, in the City of Stuart, and County of Martin, State of Florida, has named PHILIP E. LEONE located at 11000 Prosperity Farms Road, Suite 104, Palm Beach Gardens, Florida 33410, to accept services of process for the Corporation within this State.

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with this provision of said Act relative to keeping open said office.

PHILIP E LEONE

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