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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: UNITED LIMO AND VAN OF SOUTH FLORIDA, INC.

AUDIT NUMBER.....H97000020047

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

CERT. OF STATUS..0

PAGES..... 5

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 5, 1997

EMPIRE

SUBJECT: UNITED LIMO AND VAN OF SOUTH FLORIDA, INC.
REF: W97000027166

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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**ARTICLES OF INCORPORATION
OF**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

UNITED LIMO AND VAN OF SOUTH FLORIDA, INC., a Florida Corporation.

ARTICLE I.

The name of this Corporation is:

UNITED LIMO AND VAN OF SOUTH FLORIDA, INC., a Florida Corporation

ARTICLE II.

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III.

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI.
VOTING RIGHTS:

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Mark B. Goldstein, Esquire
2255 Glades Road, Suite 236W
Boca Raton, Florida 33431
(561) 995-9350

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ARTICLE VII.
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII.

The street address of the initial registered office of this Corporation is: 2255 Glades Road, Suite 236W, Boca Raton, Florida 33431, and the name of the initial registered agent of this Corporation at that address is: MARK B. GOLDSTEIN, ESQ, and the principal place of business of the corporation is 1900 S. Ocean Blvd., #4-E, Pompano Beach, Florida 33062.

ARTICLE IX.

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and address of the initial Directors of this Corporation are:

JAMES A. DiNUCCI
1900 S. OCEAN BLVD, #4-E
POMPAN0 BEACH, FLORIDA 33062

ARTICLE X.

The name and address of the person or entity signing these Articles of Incorporation is:

JAMES A. DiNUCCI
1900 S. OCEAN BLVD, #4-E
POMPAN0 BEACH, FLORIDA 33062

ARTICLE XI.
AMENDMENT:

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

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of December, 1997.

UNITED LIMO AND VAN OF SOUTH
FLORIDA, INC., a Florida Corporation

BY: James A DiNucci
James DiNucci, Incorporator

STATE OF FLORIDA)
 SS:)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared James DiNucci, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; i.e., Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 4 day of December, 1997, in the County and State aforesaid.

Angela Warshefski
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:



ANGELA CATHERINE WARSHEFSKI
My Commission CC528542
Expires Jan. 29, 2000

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49700002004
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

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IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS FLORIDA
SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT PALM SHUTTLE SERVICES, INC., A FLORIDA CORPORATION DESIRING TO
ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE,
AS INDICATED IN THE ARTICLES OF INCORPORATION AT 1900 S. OCEAN BLVD., #4-E,
POMPAÑO BEACH, FL 33062, HAS NAMED MARK B. GOLDSTEIN, LOCATED AT 2255
GLADES ROAD, SUITE 236W, BOCA RATON, FL 33431, AS ITS AGENT TO ACCEPT SERVICE
OF PROCESS WITHIN FLORIDA.

UNITED LIMO AND VAN OF SOUTH FLORIDA, INC.,
a Florida Corporation

BY: James A. Di Nucci
JAMES DINUCCI, DIRECTOR

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 FURTHER AGREE TO COMPLY WITH THE PROVISIONS
OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

By: [Signature]
MARK B. GOLDSTEIN
Dated:

STATE OF FLORIDA)
SS:)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer
oaths and to take acknowledgments, personally appeared MARK B. GOLDSTEIN, ESQ. and JAMES
A. DINUCCI, known to me to be the person described in and who executed the foregoing instrument,
who acknowledged before me that he executed the same, that I relied upon the following form of
identification of the above-named person; Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 4 day of December, 1997, in the County
and State aforesaid.



ANGELA CATHERINE WARSHEFSKY
My Commission CC528642
Expires Jan. 29, 2000

Angela Warshefsky
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires: