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CORPORATION(S) NAME

World Class Limousines, Inc.

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
WORLD CLASS LIMOUSINES, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation shall be WORLD CLASS LIMOUSINES, INC., a Florida corporation ("Corporation").

ARTICLE II - DURATION

This Corporation shall commence existence immediately upon filing these Articles of Incorporation and shall exist perpetually thereafter unless dissolved according to law.

ARTICLE III - PURPOSE AND POWERS

Except as restricted by these Articles of Incorporation, this Corporation is organized for each and every legal and lawful purpose for which a Corporation may be organized under Florida law. Except as restricted by these Articles of Incorporation, this Corporation shall have and may exercise all powers and rights which a Corporation may exercise under Florida law or under the laws of the United States of America.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) Shares of One Dollar (\$1.00) Par Value Common Stock, which shall be designated "COMMON SHARES."

ARTICLE V - PRINCIPAL OFFICE

The principal office of this Corporation is 1499 West Palmetto Park Road, Suite 200, Boca Raton, Florida 33486.

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent and office for this Corporation are:

Anthony Caliendo
1400 West Palmetto Park Road, Suite 200
Boca Raton, Florida 33486

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are: —

Michael Karsch
Suite 306
2000 Glades Road
Boca Raton, Florida 33431

ARTICLE VIII - BOARD OF DIRECTORS

This Corporation shall have an initial Board of Directors consisting of two (2) Directors. The initial directors shall be Anthony Caliendo and Louis Nizza. The number of Directors may be changed from time to time by the Bylaws of the Corporation, provided that the Board of Directors shall at all times have no less than one (1) director and no more than five (5) directors.

ARTICLE IX - BYLAWS

The Bylaws of this Corporation may be adopted, amended, altered or repealed by the Board of Directors.


ARTICLE X - INDEMNIFICATION

This Corporation may indemnify its officers and directors to the fullest extent permitted under Florida law.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend, alter or repeal any provision contained in these Articles of Incorporation by majority vote of the shareholders of the Corporation, provided that the same be accomplished in accordance with the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of February, 1998.



Michael Karsch, Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO RECEIVE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE PROVISIONS, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE: FEBRUARY 2, 1998


ANTHONY CALIENDO, PRESIDENT

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