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Knaust & Valente, P.A.

Attorneys and Counselors at Law
2730 Central Avenue
St. Petersburg, Florida 33712

Warren J. Knaust*
Anthony P. Valente Jr.

* Also Admitted in Massachusetts

Tel: (813)327-3273
Fax: (813) 328-1401
E-mail wknaust@GTE.net

May 26, 1998

Florida Department of State
Sandra Barringer Mortham, Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: ST. PETE TAXI, INC.

Dear Ms. Barringer Mortham:

Enclosed please find the Articles of Incorporation for the above-referenced corporation, together with a Designation of Resident Agent, and check in the amount of \$122.50 for the following fees:

\$35.00	Filing Fee for Articles
\$35.00	Designation of Registered Agent
\$52.50	Certified Copy of Articles

I also enclose copies of a General Assignment and Bill of Sale from St. Petersburg Taxi, Inc. showing the sale of the assets of the corporation and the right to use the name "St. Pete Taxi". If you should need anything further, please let me know.

After filing, please forward the Charter and certified Articles of Incorporation to me.

Very truly yours,

Warren J. Knaust

WJK/nc
Enc.
cc: client

F. CHESSEN JUN 8 1998

FILED
JUN -5 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FL 32314

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 1, 1998

WARREN J KNAUST
2730 CENTRAL AVE
ST PETESBURG, FL 33712

SUBJECT: ST. PETE TAXI, INC.
Ref. Number: W98000012360

6-5-98
OK Per Bobbie
Cox-Je

We have received your document for ST. PETE TAXI, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 398A00030479

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June 5, 1998

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314
ATTN: BOBBIE COX

Re: ST. PETE TAXI, INC.

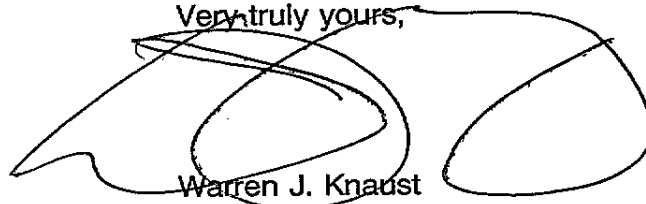
Dear Ms. Cox:

Pursuant to your telephone conversation with my assistant today, I have enclosed all of the papers returned by your office regarding the above-referenced corporation, including the copies of the Bill of Sale and General Assignment from William Lecsse and St. Petersburg Taxi, Inc.

It is my understanding that the enclosed Articles of Incorporation for St. Pete Taxi, Inc. will be issued as of the date first received by your office, May 27, 1998.

Thanking you for your help and courtesy in this matter, I remain

Very truly yours,

A large, stylized handwritten signature in black ink, consisting of several loops and a long horizontal stroke.

Warren J. Knaust

WJK/nc
Enc.

IN LIEU OF AFFIDAVIT

info only


BILL OF SALE

KNOW ALL THESE MEN BY THESE PRESENTS, that FURY CAB, INC.; PIER CAB, INC.; ESSEX CAB, INC.; GATEWAY CAB, INC.; DISSTON CAB, INC.; EMERALD CAB, INC.; and ST. PETERSBURG TAXI, INC., all Florida corporations, Seller, for and in consideration of the sum of Ten (\$10.00) Dollars and other good and valuable considerations to them paid by TERRY KURMAY, or assigns, Buyer, the receipt of which is acknowledged, has granted, bargained, sold, transferred, and delivered and by these presents does grant, bargain, sell, transfer and deliver unto Buyer the following goods and chattels:

All Furniture, equipment, inventory, fixtures, leasehold improvements and tangible personal property of the business known as ST. PETE TAXI located at 3186 24th Ave. North, St. Petersburg, Florida, and including, but not limited to, the property described on the inventory attached hereto as Exhibit "A".

TO HAVE AND TO HOLD the same unto Buyer forever, and Seller covenants to and with the Buyer that the Seller is the lawful owner of said goods and chattels; that they are free of all encumbrances; that Seller has good right to sell the same and that Seller will warrant and defend the sale of said property, goods and chattels hereby made against the lawful claims and demands of all persons.

IN WITNESS WHEREOF the Undersigned executed this Bill of Sale this 12th day of April, 1996.


WILLIAM LECCESSE, individually
and on behalf of the above named
Corporations.

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 12th day of April, 1996, by WILLIAM LECCESSE, who is personally known to me or who has produced _____ as identification and who did take an oath.

NOTARY PUBLIC

Sign:

Print:

State of Florida at Large (Seal)
My Commission Expires:

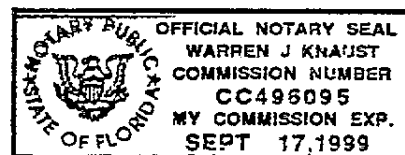


EXHIBIT "A"

1 Electric/hydraulic Weaver lift.

1 Antenna Tower.

10 operating Motorola and GE vhf two way radios, and spare parts; Centerdyne meters and roof lights.

1 Motorola office dispatch radio

1 two telephone/three line telephone system.

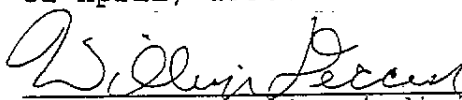
All located at premises at 3186 24th Ave. North, St. Petersburg, Florida

GENERAL ASSIGNMENT

KNOW ALL THESE MEN BY THESE PRESENTS that FURY CAB, INC.; PIER CAB, INC.; ESSEX CAB, INC.; GATEWAY CAB, INC.; DISSTON CAB, INC.; EMERALD CAB, INC.; and ST. PETERSBURG TAXI, INC, all Florida corporations, as Assignor, for and in consideration of the sum of Ten (\$10.00) Dollars and other good and valuable considerations, the receipt of which is hereby acknowledged, has granted, bargained, sold and assigned, transferred and set over and by these presents does grant, bargain, sell, assign, transfer and set over to TERRY KURMAY, or assigns, the following described property located in Pinellas County, Florida:

All licenses, permits, leases, patents, service names and marks, executory contracts, good will, customer lists including telephone number and directory listing or advertisement and any other intangible property of the business known as ST. PETE TAXI, located at 3186 24th Ave. North, St. Petersburg, Florida., together with the right to use the name "ST. PETE TAXI".

IN WITNESS WHEREOF, WILLIAM LECCESSE, as President of FURY CAB, INC.; PIER CAB, INC.; ESSEX CAB, INC.; GATEWAY CAB, INC.; DISSTON CAB, INC.; EMERALD CAB, INC.; and ST. PETERSBURG TAXI, INC, all Florida corporations, as Assignor, has executed this Assignment on this 12th day of April, 1996.

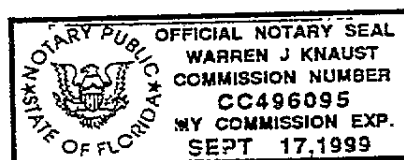

WILLIAM LECCESSE, individually
and on behalf of the above named
Corporations.

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 12th day of April, 1996, by WILLIAM LECCESSE, who is personally known to me or who has produced _____ as identification and who did take an oath.

NOTARY PUBLIC

Sign: _____
Print: _____
State of Florida at Large (Seal)
My Commission Expires:



ARTICLES OF INCORPORATION
OF
ST. PETE TAXI, INC.

FILED
98 JUN -5 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is **ST. PETE TAXI, INC.**

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

FOURTH: Authorized Shares.

NUMBER: The aggregate number of shares that the corporation shall have the authority to issue is 6000 shares of Capital Stock with a par value of \$1.00 per share.

INITIAL ISSUE: 1000 shares of the Capital Stock with a par value of \$1.00 per share.

STATED CAPITAL: The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

DIVIDENDS: The holders of outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

NO CLASSES OF STOCK: The shares of the corporation are not to be

divided into classes.

NO SHARE IN SERIES: The corporation is not authorized to issue shares in series.

FIFTH: The principal place of business and address of the Corporation is 2730 Central Avenue, St. Petersburg, FL 33710. The office and address in Florida of the initial registered office of the corporation is: 2730 Central Avenue, St. Petersburg, Florida, and the name of the initial registered agent at such address is Warren. J. Knaust.

SIXTH: The initial board of directors shall consist of not less than one (1) nor more than three (3) members, as set forth in the By-laws, who need not be residents of the State of Florida or shareholders of the corporation.

SEVENTH: The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mr. Terry E. Kurmay	1738 28th Street North St. Petersburg, FL 33713

EIGHTH: The name and address of the initial incorporator is: Terry E. Kurmay, 1738 28th Street North, St. Petersburg, FL 33713.

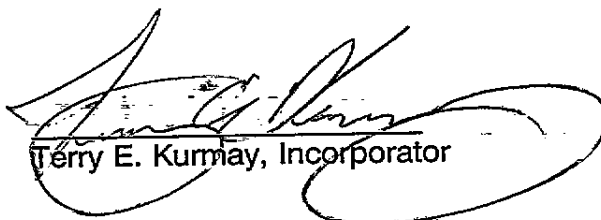
NINTH: The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholder meeting, with not less than a two-thirds vote of common stock.

TENTH: The holders of common stock of this corporation shall have the preemptive

rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

ELEVENTH: The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares, and to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation at St. Petersburg, Florida on the 26th day of May, 1998.


Terry E. Kurmay, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared TERRY E. KURMAY, to me well known and known to me to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at St. Petersburg, in said County and State, this 26th day of May, 1998.

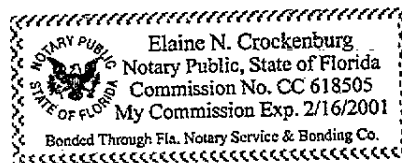
NOTARY PUBLIC

Sign: Elaine N. Crockenburg

Print: _____

State of Florida at Large (Seal)

My Commission Expires:



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

Pursuant to Chapter 48.091, Florida statutes, the following is submitted, in compliance with said Act:

FIRST: **ST. PETE TAXI, INC.,** desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at: 2730 Central Avenue, St. Petersburg, Florida, 33712, has named WARREN J. KNAUST as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at 2730 Central Avenue, St. Petersburg, FL 33712, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Warren J. Knaust
Resident Agent

FILED
98 JUN -5 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA