

P98000068251

700002604097--5  
-07/31/98--01057--006  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

July 30, 1998

700002604097--5  
-07/31/98--01057--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

Sirs:

Hereby we are enclosing Articles of Incorporation for Hialeah-Lakes Transportation, Inc. along with 2 money orders; one for \$70.00 for filing fees and the other one for \$52.50 for the Certify Copy.

We would appreciate your prompt attention to this matter.

Sincerely,

Reinaldo Ulloa  
President



FILED  
98 JUL 31 AM 11:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2. SMITH AUG 05 1998

FILED  
98 JUL 31 AM 11:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HIALEAH-LAKES TRANSPORTATION, INC.

We, the undersigned, hereby associate together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provision of the laws of said state, providing for the information liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I

NAME, ADDRESS AND AGENT

The name of this corporation shall be:

HIALEAH-LAKES TRANSPORTATION, INC.

(hereinafter referred to as the corporation.) Its Registered Office shall be located at 1160 WEST 40th. PLACE, HIALEAH, FLORIDA, 33012 in the County of Miami Dade. Its Registered Agent shall be REINALDO ULLOA, located at 1160 WEST 40th. PLACE, HIALEAH, FL. 33012, County of Miami Dade, State of Florida.

ARTICLE II

NATURE OF BUSINESS

Section I. The general nature of the business an objects and purposes to be transportation of persons in a motor vehicle to a common destination or series of common destinations where the person may be charged as an individual or as part of group, including but not limited to charter, sightseeing, or subscription service, not between fixed terminals or on a regular route.

ARTICLE III

CAPITAL STOCK

The capital stock of the corporation shall consist of:

a. A HUNDRED DOLLARS (100 shares of \$1.00 par value.) For incorporation purposes, each share will have a nominal value set at ONE DOLLAR----- (--1.00--- ).  
per share as consideration.

b. Said shares of common stock to have par value. All shares to be issued fully paid and non-assessable. The capital stock of this Corporation may be paid in lawfull money of the -- United States or in property labor or services at a fair and just valuation to be fixed by the stockholders or by the Board of -- Directors. Said determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

c. All of the common stock is to have one vote per share in the control of the management of the corporation.

d. The holders of these shares of common stock are to have - preemptive rights in the purchase of subsequent issues of stock.

e. In the event any shareholder be unable to attend a -- -- shareholder's meeting, the shareholder may vote his share or -- shares by proxy, one share representing one vote.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which the corporation shall begin business shall be not less than ONE HUNDRED DOLLARS--- (\$100.00)

ARTICLE V

TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI

BOARD OF DIRECTORS

The Board of Directors shall consist of not less than ONE ( 1 ) persons.

ARTICLE VII

INITIAL DIRECTORS AND OFFICERS

The names and addresses of the first Board of Directors who, subject to the provisions of these Articles of Incorporation, the ByLaws and the Act of the Legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified, are the following:

<u>Title:</u>	<u>Name:</u>	<u>Address:</u>
PRESIDENT	REINALDO ULLOA	1160 W. 40th. PLACE HIALEAH, FLORIDA 33012
VICEPRESIDENT- TREASURY	BEATRIZ ULLOA	1160 W. 40th. PLACE HIALEAH, FLORIDA 33012
SECRETARY	IBIS H. REBULL	237 SPRING AVE. MIAMI SPRING, FL. 33166

ARTICLE VIII

SUBSCRIBERS

The names and the addresses of each subscriber to these --  
Articles of Incorporation and the number of shares which each --  
agrees to take are as follows:

<u>NAME &amp; TITLE</u>	<u>ADDRESS</u>	<u>SHARES</u>
REINALDO ULLOA -PRESIDENT	1160 W. 40th. PL. HIALEAH, FL. 33012	-100-

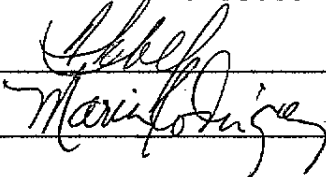

ARTICLE IX

BY-LAWS

The regulation of the business and the conduct of the affairs  
of the corporation and the provision creating and limiting the --  
powers of the corporation, the directors and the stockholders, or  
any class of stockholders of the corporation, shall be controlled  
by the By-Laws which shall be adopted by the stockholders of the  
corporation as soon as practicable after the corporation shall be  
formed, which said By-Laws may, from time to time and whenever --  
necessary, be amended by the Board of Directors of the -- -- --  
corporation.

IN WITNESS, WHEREOF, the undersigned have made and signed these  
Articles of Incorporation at HIALEAH, Miami Dade County, Florida,  
for the uses and purposes aforesaid.


Witnesses

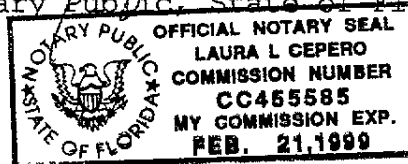
		President
	Beatriz Ulloa	V.P.-Treas.

I HEREBY CERTIFY that on this 29TH day of JULY  
1998, before me personally appeared REINALDO ULLOA  
and BEATRIZ ULLOA, President and V.P.Treasurer  
respectively, to me well known to be the persons described as -  
subscribers in and who executed the foregoing ARTICLES OF  
INCORPORATION and acknowledged before me that they subscribed  
to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my official seal  
and hand at HIALEAH, Miami Dade County, this 29th day of JULY  
1998 A.D.

My Commission expires:

  
Notary Public, State of Florida



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OR 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 compliance with said Act.

First: That HIALEAH-LAKES TRANSPORTATION, INC. desiring to  
organize under the Laws of the State of FLORIDA, with its principal  
office, as indicated in the articles of Incorporation at:

1160 WEST 40th. PLACE, HIALEAH, FLORIDA 33012  
County of MIAMI DADE, State of Florida, Has named: REINALDO ULLOA  
located at 1160 WEST 40th., PL. HIALEAH, FLORIDA 33012  
City of HIALEAH County of MIAMI DADE  
State of FLORIDA, as its agent to accept service of process --  
within this state.

ACKNOWLEDGMENT.- Must be signed by designated agent.-

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

By:   
Resident Agent

FILED  
98 JUL 31 AM 11:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA