

CARTER LAW OFFICES

PROFESSIONAL ASSOCIATION

P98000101551

November 23, 1998

VIA FEDERAL EXPRESS

AIRBILL #808009538604

Florida Department of State
Division of Corporations
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32314

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-12/01/98--01019--011
*****78.75 *****78.75

Re: Drive Safe, Inc.

Dear Sir or Madam:

Enclosed please find original plus one copy of Articles of the above proposed corporation together with my check in the amount of \$78.75 to cover the following:

Filing Fee	\$35.00
Registered Agent Designation	35.00
Certified copy of Articles	<u>8.75</u>

Total \$78.75

Please file the Articles of Incorporation immediately upon receipt and return the certified copy to the undersigned in the Federal Express envelope provided.

Thank you for your assistance in this matter.

Sincerely yours,


JOHN E. CARTER

JEC/lm

Enclosures

1200 N. Federal Highway, Suite 312
Boca Raton, FL 33432
Boca: 561-368-9900 Broward: 954-427-0933
Facsimile: 561-368-0293

HAFFSWP/ROTTMAN/CORP/SLTR.WPD

FILED
98 DEC -1 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CD
12-7-98
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ARTICLES OF INCORPORATION
OF

DRIVE SAFE, INC.

ARTICLE I

CORPORATE NAME:

The name of this corporation is: DRIVE SAFE, INC.

ARTICLE II

MAILING ADDRESS:

The mailing address of this corporation shall be: 7040 West Palmetto Park Road, #4,
Suite 403, Boca Raton, Florida 33433.

ARTICLE III

PURPOSE:

This corporation is organized to engage in any lawful business permitted under the laws of
the United States and under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK:

This corporation is authorized to issue 100 shares of Common Stock having a nominal or par
value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by
the Board of Directors, but in no event shall be less than One Dollar (\$1.00).

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT:

The name and address of the initial registered agent of this corporation are: SETH ROTTMAN, 7040 West Palmetto Park Road, Suite 403, Boca Raton, Florida 33433.

ARTICLE VI

BOARD OF DIRECTORS:

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII

INITIAL DIRECTORS:

The name and address of the principals of the corporation and their titles are:

SETH ROTTMAN President, Secretary

MARTIN ROTTMAN Vice President, Treasurer

ARTICLE VIII

INCORPORATOR:

The name and address of the person signing these Articles are: SETH ROTTMAN, 7040 West Palmetto Park Road, Suite 403, Boca Raton, Florida 33433.

ARTICLE IX

INDEMNIFICATION:

The corporation shall indemnify any officer or director or any former officer or director to the extent permitted by law.

ARTICLE X

AMENDMENT:

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

ARTICLE XI

CONFLICT OF INTEREST:

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any shareholder or officer of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with the said person, persons, firm, or corporation and each and every person who may become an officer, shareholder, or fiduciary of this corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may in any way be interested.

IN WITNESS WHEREOF, the undersigned Incorporator executes these Articles of Incorporation this 03rd day of November, 1998.



SETH ROTTMAN, Incorporator

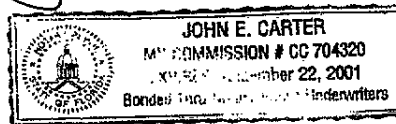
STATE OF FLORIDA

COUNTY OF PALM BEACH

THE FOREGOING INSTRUMENT was acknowledged before me this 23rd day of November, 1998, by SETH ROTTMAN, who is personally known to me or who has produced _____ as identification.

NOTARY PUBLIC

MY COMMISSION EXPIRES:



ACCEPTANCE OF REGISTERED AGENT

I hereby accept the appointment as Registered Agent of: DRIVE SAFE, INC., and my address for that purpose is: 7040 West Palmetto Park Road, Suite 403, Boca Raton, Florida 33433.

Seth Rottman
SETH ROTTMAN

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