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MACKEY, MACKEY & HALL, P.A.

Peter J. Mackey
Board Certified in Business Litigation
Also Admitted in New York
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March 26, 1999

Reply To:
Post Office Box 9528
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E-mail:
mmbrdtnlaw@aol.com

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

ATTENTION: New Filings

Re: Complete Bus Services, Inc.

200002824182--4
-03/30/99-01090-001
*****87.50 *****87.50

Dear Sir/Madam:

Please find enclosed an original and one copy of the Articles of Incorporation along with a Certificate of Designation for Registered Agent for Complete Bus Services, Inc. We have also enclosed a check in the amount of \$87.50 which covers: (a) the incorporation filing fee; (b) designation of the registered agent fee; and (c) fee relating to the return of a certified copy of the Articles of Incorporation.

A copy of this letter is also enclosed with a stamped, self-addressed envelope. Please stamp the letter with the date of receipt of the enclosures and return to us in the envelope provided. Thank you for your cooperation and assistance. If there are questions or problems, please call collect at (941) 746-6225.

Sincerely,

MACKEY, MACKEY & HALL, P.A.

Danielle Zuber

Danielle Zuber, assistant to
Christopher C. Sanders

CCS/dz
Enclosures
cc: Susan Piontek

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**ARTICLES OF INCORPORATION
OF
COMPLETE BUS SERVICES, INC.**

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

ARTICLE I

The name of the corporation is Complete Bus Services, Inc.

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are to engage in a general service and repair and/or any ancillary business and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE IV

Authorized Shares. The aggregate number of shares that the corporation shall have the authority to issue is 100 shares of Capital Stock with a value of \$1.00 par value.

Stated capital. The sum of the 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.

No classes of stock. The shares of the corporation are not to be divided into classes.

No shares in series. The corporation is not authorized to issue shares in series.

ARTICLE V

The initial street address in Florida of the initial registered office of the corporation is 212

Highway 301 Blvd. E., Bradenton, Florida 34208, and the name of the initial registered agent at such address is Susan Piontek.

ARTICLE VI

The initial board of directors shall consist of two members, who need not be residents of the State of Florida or shareholders of the corporation.

ARTICLE VII

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

<u>Name</u>	<u>Number & Street</u>	<u>City, State & Zip Code</u>
Susan Piontek	212 Highway 301 Blvd. E.	Bradenton, Florida 34208
William Gould	212 Highway 301 Blvd. E.	Bradenton, Florida 34208

ARTICLE VIII

The name and address of the initial incorporator is as follows:

<u>Name</u>	<u>Number & Street</u>	<u>City, State & Zip Code</u>
Susan Piontek	212 Highway 301 Blvd., E.	Bradenton, Florida 34208

ARTICLE IX

An affirmative vote of a majority of the outstanding shares of the corporation shall be required for any shareholder action.

ARTICLE X

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a shareholders meeting, with not less than a majority vote of the common stock.

ARTICLE XI

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

issued) shares of common stock held by the holder of all shares of common stock currently (authorized and issued).

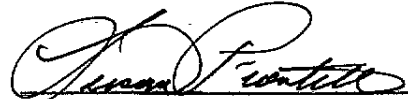
ARTICLE XII

The address of the principal office of the corporation is 212 Highway 301 Blvd. E., Bradenton, Florida 34208.

ARTICLE XIII

The shareholders shall not be personally liable for the debts of the corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these articles of incorporation at the law office of Mackey, Mackey & Hall, P.A., 922 14th Street West, Bradenton, Florida, on the 25 day of March, 1999.



Susan Piontek
Incorporator

____ articles, inc

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes (1993), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and his Florida office:

1. The name of the corporation is: Complete Bus Services, Inc.
2. The name and address of the registered agent and office is:

Name: Susan Piontek
Address: 212 Highway 301 Blvd. E., Bradenton, Florida 34208

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: March 25, 1999


Susan Piontek

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SECRETARY OF STATE
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