

P99000095396

**THOMAS L. STEPHAN
ATTORNEY AT LAW**

251 Maitland Avenue
Suite 302
Altamonte Springs, Florida 32701
Telephone (407) 767-5522
Facsimile (407) 767-9228

October 26, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

400003027984--4
-10/28/99--01055--008
*****70.00 *****70.00

RE: Articles of Incorporation for a All Pro Limo, Inc.

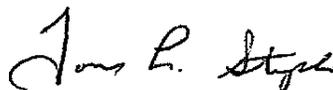
Dear Sirs:

Enclosed please find the original Articles of Incorporation for a All Pro Limo, Inc., for filing with the Secretary of the State of Florida, together with my check in the amount of \$70.00 representing the filing fee.

Please return a copy of the Articles of Incorporation indicating the charter number assigned to the corporation to my office after filing same.

Thank you for your assistance in this matter.

Sincerely,



Thomas L. Stephan

TLS:lpa
Enclosures

ARTICLES OF INCORPORATION

OF

a ALL PRO LIMO, INC.

ARTICLE I. NAME

The name of the corporation shall a ALL PRO LIMO, INC.

ARTICLE II. DURATION.

This corporation shall exist perpetually.

ARTICLE III. PURPOSE.

The purpose of the corporation shall be for the purpose of the transaction of any other lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of common stock of a par value of Ten Cents (\$0.10) per share and the consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

AND MAILING ADDRESS

The street address of the initial registered office of this corporation is 251 Maitland Avenue, Suite 302, Altamonte Springs, Florida 32701, and the name of the Registered Agent of this corporation at that address is THOMAS L. STEPHAN, and the mailing address for this corporation is 2116 Dorris Drive, Orlando, Florida 32817.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this corporation is as follows:

KENNETH W. DAHL, Director
2116 Dorris Drive
Orlando, Florida 32817

ARTICLE VII. INITIAL OFFICERS

KENNETH W. DAHL, President, Secretary & Treasurer
2116 Dorris Drive
Orlando, Florida 32817

ARTICLE VIII. AMENDMENT.

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this transaction.

ARTICLE IX. INCORPORATOR.

The Incorporator of these Articles of Incorporation and his name and address is as follows: KENNETH W. DAHL and his address is 2116 Dorris Drive, Orlando, Orange County, Florida 32817.

ARTICLE X. PRINCIPAL PLACE OF BUSINESS.

The address for the principal place of business of a ALL PRO LIMO, INC., is 2116 Dorris Drive, Orlando, Florida 32817.

IN WITNESS WHEREOF, the undersigned Incorporator and Officer

and Director have executed these Articles of Incorporation this 26th day of October, 1999.

Kenneth W. Dahl
KENNETH W. DAHL

STATE OF FLORIDA

COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared, KENNETH W. DAHL, who is PERSONALLY KNOWN TO ME AND WHO DID TAKE AN OATH, and who, after being by me first duly sworn, deposes and says that he is the Incorporator, an Officer and Director in the foregoing Articles of Incorporation and that he executed same for that purpose and the statements contained therein are true.

WITNESS my hand and official seal this 26th day of October, 1999.

Lisa P. Ather
Notary Public
My Commission Expires:



Lisa P. Ather
My Commission Expires

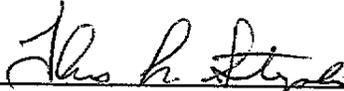


Lisa P. Ather
My Commission CC639171
Expires April 15, 2001

ACCEPTANCE OF REGISTERED AGENT.

HAVING BEEN NAMED as Registered Agent to accept service of process of a ALL PRO LIMO, INC., and the registered office address is 251 Maitland Avenue, Suite 302, Altamonte Springs, Florida 32701 and the mailing address for said corporation is 2116 Dorris Drive, Orlando, Florida 32817, as designated by the corporation and I hereby accept and agree to act in this capacity and to comply with the provisions of said act relative to keeping said office open.

DATED this 26 day of October, 1999.



THOMAS L. STEPHAN
Registered Agent