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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-11/12/99-01072-006
****131.25 *****87.50

SUBJECT: All Florida Transportation, Inc.

Enclosed are an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation. Please also find enclosed a check drawn on my trust account for the appropriate fee.

 \$70.00
Filing Fee

 \$78.75
Filing Fee &
Certificate

 \$122.50
Filing Fee &
Certified Copy

 X \$131.25
Filing Fee,
Certified Copy,
& Certificate

FROM: R. Spencer Rhodes
Florida Bar No. 120030
126 East Jefferson Street
Orlando, Florida 32801
(407) 843-4310
(407) 649-3038 (fax)

FILED
1999 NOV 12 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. Howell NOV 15 1999

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ALL FLORIDA TRANSPORTATION, INC.

ARTICLE I

Name

The name of the corporation is All Florida Transportation, Inc.

ARTICLE II

Duration

The period of existence of the corporation is perpetual.

ARTICLE III

Principal Office and Mailing Address

The principal place of business of the corporation is at 2406 Blanda St., Orlando, Florida 32839. The mailing address of the corporation is 2406 Blanda St., Orlando, Florida 32839.

ARTICLE IV

Registered Office and Registered Agent

The initial registered office is at 126 E. Jefferson St., Orlando, Florida 32801. The name of the initial registered agent at that address is R. Spencer Rhodes, P.A.

ARTICLE V

Authorized Shares

The corporation is authorized to issue 1,000 shares of common stock having no par value.

ARTICLE VI

Officers

The names and addresses of the initial officers are as follows:

Jose Mendoza, 63 W. Muriel St., Orlando, FL 32801 -

President

Geza Fenesy, 2406 Blanda St., Orlando, Florida 32839 -

Vice President

ARTICLE VII

Directors

The initial board of directors shall consist of two members. The names and addresses of the first board of directors are: Jose Mendoza, 63 W. Muriel St., Orlando, FL 32801; Geza Fenesy, 2406 Blanda St., Orlando, Florida 32839.

ARTICLE VIII

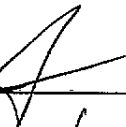
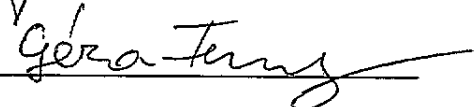
Incorporators

The names and addresses of the incorporators are: Jose Mendoza, 63 W. Muriel St., Orlando, FL 32801; Geza Fenesy, 2406 Blanda St., Orlando, Florida 32839.

IN WITNESS WHEREOF, we have executed these articles of incorporation this 4 day of November, 1999.

Incorporator

Incorporator

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**CERTIFICATE OF DESIGNATION AND ACCEPTANCE OF
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

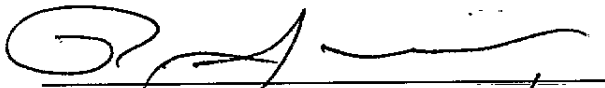
1. The name of the corporation is:

All Florida Transportation, Inc.

2. The name and address of the registered agent and office is:

R. Spencer Rhodes
126 E. Jefferson St.
Orlando, FL 32801

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.


R. Spencer Rhodes

11-6-99
Date