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February 13, 1996

VIA: UPS

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

400001732864
-03/05/96--01094--005
*****78.75 *****78.75

RE: A & L Limo Co. Inc. II

Please find enclosed the Articles of Incorporation for the above named corporation and a check enclosed in the amount of \$ 78.75

Please send all correspondence to the above address.

FILED
96 MAR -5 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 7 1996 BSB

Sincerely,



Rhonda L. Randall

FILED

ARTICLES OF INCORPORATION

96 MAR -5 PM 2: 25

OF

A & L Limo Co. II, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned persons, have associated themselves for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: A & L Limo Co. II, Inc.

ARTICLE II DURATION

The duration of this corporation shall be perpetually or until dissolved by due process of law.

ARTICLE III PURPOSE AND POWERS

This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may amend from time to time.

ARTICLE IV PRINCIPLE OFFICE

Principle place of business shall be:

532 Bedford Avenue

Ft. Lauderdale, Fl. 33326-2971

Mailing address of business shall be:

532 Bedford Avenue

Ft. Lauderdale, Fl. 33326-2971

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Leonard Delia

532 Bedford Avenue

Ft. Lauderdale, Fl. 33326-2971

ARTICLE VI BOARD OF DIRECTORS

The Initial Board of Directors shall consist of two persons, who shall serve until their successors are qualified according to the bylaws, and whose names are:

Name	Address
Leonard Della	532 Bedford Avenue Ft. Lauderdale, Fl. 33326-2971
Craig Becker	532 Bedford Avenue Ft. Lauderdale, Fl. 33326-2971

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Leonard Della
532 Bedford Avenue
Ft. Lauderdale, Fl. 33326-2971

ARTICLE VIII CAPITAL STOCK

The authorized capital stock of the corporation shall be: 20,000
The number of Class "A" shares of common voting stock shall be 10,000
with a par value of \$ 1.00.

The number of Class "B" share of common non-voting stock shall be
10,000 with a par value of \$ 1.00.

A) Capital stock may be issued in consideration for cash, real or personal property, services rendered, promissory notes, cancellation of debts, or any other thing of value to the corporation. The Board of Directors solely shall judge the value of the such property, services, right or thing acquitted in exchange for capital stock.

B) The right to notice of and to vote at any meeting of the shareholders of the corporation shall be vested in the holders of Class "A" voting stock. All shares of class "A" stock shall have equal voting rights and one vote per share.

C) The Board of Directors shall have the sole authority to determine the declaration and payment of dividends.

ARTICLE IX PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of Stockholders pursuant to provisions of its By-Laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-Laws.

ARTICLE X OTHER PROVISIONS

A) No contract or other transaction between the corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is a director or officer of such other corporation.

B) Upon election of the Board of Directors by the Stockholders, such as Board shall manage the business and affairs of the Corporation, without the need of further authorization from the Stockholders, except as provided by law, or otherwise herein.

C) The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law; and all rights conferred upon Stockholders herein are granted subject to that reservation.

D) The Corporation shall indemnify all officers and directors of the corporation to the fullest extent permitted by law.

The undersigned has executed these Articles of Incorporation this
13th day of February 1996.


Leonard Delia, Incorporator

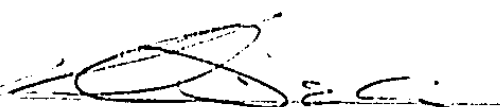
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, 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: A & L Limo Co. II, Inc.
2. The name and address of the registered agent and office is:

Leonard Della
532 Bedford Avenue
Ft. Lauderdale, Fl. 33326-2971

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TALLAHASSEE, FLORIDA

Signature: 
Title: President
Date: February 13, 1996

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 obligation of my position as registered agent.

Signature: 
Date: February 13, 1996