



**CERTIFICATE OF INCORPORATION
OF**

VIP LIMOUSINE SERVICE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: May 23, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF

VIP LIMOUSINE SERVICE, INC.

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We, the undersigned, incorporators, for the purpose of forming a corporation under the Idaho Business Corporation Act, do hereby certify and adopt in duplicate the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation hereby incorporated is VIP Limousine Service, Inc.

ARTICLE II. DURATION

The duration of the corporation is perpetual.

ARTICLE III. PURPOSES

The purpose or purposes for which the corporation is organized are:

1. To provide luxury travel services.
2. To engage in generally and carry on any lawful business or trade which may, in the judgment of the Board of Directors, at any time be necessary, useful or advantageous to the corporation.
3. To transact any and/or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

The foregoing clauses are both purposes and powers, and it is hereby expressly provided that the foregoing enumeration of specific purposes and powers shall not be held to limit nor restrict in any manner the lawful powers of the corporation.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is one million shares of one class only. The one million shares shall be designated common stock and are without par value. The shares of common stock shall be full

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VIP LIMOUSINE SERVICE, INC.

voting shares with all rights incident thereto and without any preferences or limitations.

ARTICLE V. REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation in the State of Idaho is 953 N. Grant, Moscow, Latah County, Idaho 83843; and the name of its initial registered agent at said address is Gambino's, Inc., an Idaho corporation.

ARTICLE VI. DIRECTORS

The number of directors of the corporation shall be fixed as provided in the By-Laws, and may be changed from time to time by amending the By-Laws, as therein provided, but the number of directors shall not be less than one nor more than five.

The first directors of the corporation shall be two in number and their names and post office addresses are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Don Roskovich	953 N. Grant Moscow ID 83843
Dave Rogers	P. O. Box 9312 Moscow, ID 83843

The term of the first directors shall be until the first annual meeting of the shareholders of the corporation and until their successors are elected and qualified.

ARTICLE VII. INCORPORATOR

The names and post office addresses of the incorporators are:


<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Gambino's, Inc.	953 N. Grant Moscow, ID 83843
Dave Rogers	P. O. Box 9312 Moscow, ID 83843

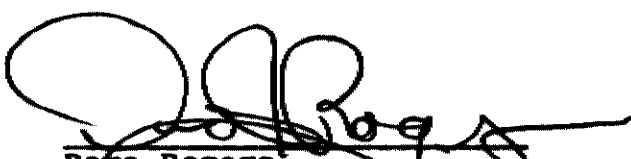
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IN WITNESS WHEREOF, the incorporators hereinabove named have hereunto set their hands in duplicate this 16 day of May, 1988.

GAMBINO'S, INC.

By:


Don Roskovich
President


Dave Rogers

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