

ARTICLES OF INCORPORATION

OF

SUNSHINE TAXI, INC.

JAN 29 1980

777-88  
RANKIE SAU DEL PARRA SECRETARY OF STATE

*James Sue Best*  
THE UNDERSIGNED, having associated ourselves together for the purpose of forming a corporation under the general corporation laws of the State of Nevada, do hereby certify:

I

The name of the Corporation shall be:

SUNSHINE TAXI, INC.

II

The location of said Corporation's principal place of business and office in the State of Nevada shall be 510 West 4th Street, Carson City, Nevada. The resident agent shall be CROWELL, SUSICH, OWEN & TACKES, LTD., 510 West 4th Street, Carson City, Nevada 89703. The Corporation may also have one or more offices outside of the State of Nevada, where the books of the Corporation may be kept and meetings of Directors and Stockholders may be held, as may be determined by the Board of Directors.

III

The purpose for which this Corporation is formed is to engage in any lawful business whatsoever, which is permitted to corporations by the laws of the State of Nevada, and in particular the rendition of taxi-cab motor carrier service.

IV

The amount of the total authorized stock of this Corporation is TWO THOUSAND FIVE HUNDRED (2,500) shares of common stock with no par value per share.

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V

The members of the Governing Board of this Corporation shall be styled DIRECTORS and shall be two (2) in number until changed either by; (1) an amendment to the Articles of Incorporation; or (2) the adoption of By-Laws and, from time to time, amendments thereto increasing or decreasing the number of directors but in no case shall the number of directors be less than two (2) or less than the number of stockholders, whichever be less. The names and addresses of the persons who are appointed to act as the first directors of this corporation are as follows:

JOHN CARDINALLI  
105 Soledad  
Monterey, California 93940

ANGELA CARDINALLI  
105 Soledad  
Monterey, California 93940

VI

The names and post office addresses of each of the incorporators signing these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT L. CROWELL	510 West 4th Street Carson City, Nevada 89701
STEVEN E. TACKES	510 West 4th Street Carson City, Nevada 89701
JODENE A. POLEY	510 West 4th Street Carson City, Nevada 89701

VII

This Corporation shall have perpetual existence.

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VIII

The private property of the stockholders of this corporation shall not be subject to the payment of the debts of said corporation to any extent whatsoever.

IX

The Board of Directors of this corporation may, from time to time, fix the consideration for which any and all stock shall be sold, the terms under which the same may be sold, the consideration of such sale, and the terms fixed shall, in the absence of fraud, be binding and conclusive upon the corporation and its stockholders and any and all shares issued upon compliance with said terms and upon payment of the consideration so fixed and the amount subscribed therefore shall be deemed and held to be fully paid and non-assessable.

X

The Board of Directors shall have the power, from time to time, to:

1. Determine and vary the amount of the working capital of the corporation;
2. Determine whether any, if any, part of the accumulated profits shall be declared in dividends and paid to the stockholders;
3. Determine the times for the declaration and the payment of said dividends;
4. Direct and determine the use and disposition of any surplus or net profits over and above the capital stock paid in;

In carrying on the business of the corporation the Board of Directors is hereby authorized and empowered to sell, exchange, mortgage, bond or otherwise dispose of, deal with, and encumber any or all of the property of the corporation upon such terms and conditions as such Board of Directors may deem just and proper and for the best interest of the corporation.

This corporation may, in its By-Laws, confer powers upon its Board of Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon them by statute.

#### XI

This corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute or by these Articles of Incorporation and all rights conferred upon stockholders herein are granted subject to this reservation.

#### XII

The stockholders in this corporation shall, in addition to their preemptive rights granted by the laws of the State of Nevada, have preemptive rights relating to all issues of common stock including shares that may be offered or issued to directors, officers, or employees.


#### XIII

No officer or director of the corporation shall be personally liable to either the corporation or its stockholders for damages for breach of a fiduciary duty as such officer or director provided that such liability does not arise as a result

of acts or omissions which involve intentional misconduct, fraud or a knowing violation of the law of the payments of dividends in violation of NRS 78.300.

IN WITNESS WHEREOF, we have hereunto set our hands this 25th day of January, 1988.

  
ROBERT L. CROWELL

  
STEVEN E. TACKES

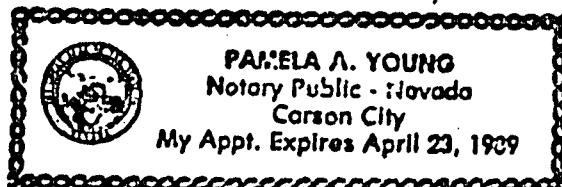
  
JODENE A. POELY

STATE OF NEVADA )  
                          ): SS.  
CARSON CITY        )

ON THIS 25th day of January, 1988, personally appeared before me, a Notary Public in and for the City and State aforesaid, ROBERT L. CROWELL, STEVEN E. TACKES and JODENE A. POLEY, known to me to be the persons described in and who executed the foregoing Articles of Incorporation and who acknowledged to me that they executed the same freely and voluntarily and for the uses and purposes therein mentioned.

WITNESS my hand and official seal the day and year first above written.

  
NOTARY PUBLIC (SEAL)



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COPY

REQUESTED BY

*Council*  
IN OFFICIAL RECORDS OF  
CLERK OF COURTS, NEVADA

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SUZANNE BEAUCHEAU  
RECORDER

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STATE OF NEVADA  
CLERK OF COURTS  
STATE

I hereby certify that this is a true and complete copy of the document as filed in this office.

JUN 20 1988

DATED: \_\_\_\_\_

*Francis M. DePapa*

FRANCIS M. DE PAPA  
Secretary of State

BY *Richard D. Frey*