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April 27, 2000

Via Federal Express

FLORIDA DEPARTMENT OF STATE
Division of Corporations
Domestic Filing Section
409 E. Gaines Street
Tallahassee, FL 32301

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FILED
00 MAY -11 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Articles of Incorporation Scrape-N-Customs, Inc.

Gentlemen:

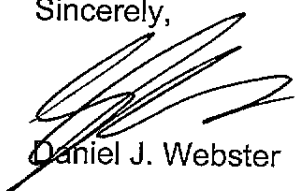
Enclosed herewith are:

1. Original of the Articles of Incorporation of Scrape-N-Customs, Inc.
2. Our Firm's check, made payable to the "Florida Department of State," in the amount of \$78.75 (to cover the following: fee of \$35.00 for filing the Articles of Incorporation, fee of \$35.00 for designation and acceptance of registered agent, and fee of \$8.75 for certified copy of Articles of Incorporation).

The Articles of Incorporation are delivered to the Florida Department of State for filing, in accordance with the Florida Business Corporation Act. Please file the Articles and issue a certificate of incorporation effective as of the date shown in the Articles. Also, please forward a certified copy of the Articles of Incorporation to the undersigned.

If you have any questions about these documents, please feel free to call the undersigned attorney.

Sincerely,



Daniel J. Webster

EFFECTIVE DATE

5-1-00

DJW/psb

Enclosures

c: Scrape-N-Customs, Inc.

T BROWN MAY - 8 2000

EFFECTIVE DATE
5-1-00

ARTICLES OF INCORPORATION
OF
SCRAPE-N-CUSTOMS, INC.

FILED
00 MAY -4 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby makes, subscribes to, acknowledges, and causes to be filed these Articles of Incorporation (hereinafter these "Articles") for the purpose of incorporating a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE I

(Name of Corporation)

The name of the corporation is SCRAPE-N-CUSTOMS, INC. (the "Corporation").

ARTICLE II

(Corporate Existence)

The time and date on which corporate existence of this Corporation shall begin is 12:01 A.M. (local time) on May 1, 2000, and the Corporation shall have continuous and perpetual existence thereafter.

ARTICLE III

(General Purpose of Corporation)

The general purposes for which the Corporation is initially organized are as follows:

To operate a automotive repair company.

To transact any other lawful business for which Corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

(Authorized Shares, Par Value)

The aggregate number of shares which the Corporation shall have authority to issue is (1000) shares. These shares shall consist of only one class, and that class shall be known as "common shares" of the Corporation. Each share shall have a par value of dollars (\$1.00) per share.

ARTICLE V

(Registered Agent and Address of Corporation)

The name of the initial registered agent of the Corporation shall be William P. Russell, III (hereinafter the "Registered Agent") and the street address of the initial registered office of the Corporation shall be 1170 South Nova Road, Ormond Beach, Florida 32174. To signify acceptance of appointment as registered agent, the Registered Agent has signed these Articles pursuant to Section 607.034, Florida Statutes.

ARTICLE VI
(Initial Place of Business)

The street address of the initial principal place of business shall be 1170 South Nova Road, Ormond Beach, Florida 32174.

ARTICLE VII
(Board of Directors of Corporation)

The number of directors who shall constitute the initial board of directors of the Corporation shall be (2). The name and street address of the person who is to serve as the sole member of the initial board of directors of the Corporation is:

<u>Name of Director</u>	<u>Street Address</u>
William P. Russell, III	1170 South Nova Road, Ormond Beach, FL 32174
William P. Russell, Jr.	House 3 Marlin Drive, Nassau, Bahamas, P.O. Box N-43
Pamela L. Russell	House 3 Marlin Drive, Nassau, Bahamas, P.O. Box N-43

ARTICLE IX
(Identification of Incorporator)

Thereon the name and street address of the incorporator of the Corporation is: 1170 South Nova Road, Ormond Beach, Florida 32174

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person who is competent to contract under the laws of Florida, by these presents does hereby execute, acknowledge, and cause to be delivered to the Florida Department of State these Articles of Incorporation of the corporation and requests the Department of State to file these Articles, as of the date and time indicated in Article II hereof, in accordance with Chapter 607, Florida Statutes; accordingly, the undersigned incorporator has executed these Articles at Daytona Beach, Volusia County, Florida, this 28th day of April, 2000.



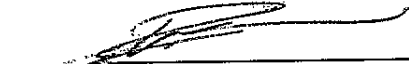
William P. Russell, III
as Incorporator

ACCEPTANCE OF REGISTERED AGENT

BEFORE ME, the undersigned authority duly authorized in this jurisdiction to administer oaths, this day personally appeared William P. Russell, III (hereinafter "Affiant") who, after being duly sworn, deposes, makes oath and says:

1. The Affiant accepts the designation as registered agent of Scrape-N-Customs, inc. as set forth herein above;

2. The Affiant's street address as said registered agent is 1170 South Nova Road, Ormond Beach, FL 32174.


William P. Russell, III

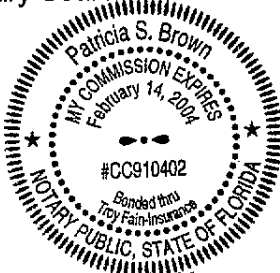
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SECRETARY OF STATE
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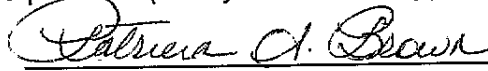
ACKNOWLEDGEMENTS

STATE OF FLORIDA
COUNTY OF VOLUSIA

May The foregoing Articles of Incorporation was acknowledged before me this ³28th day of April, 2000, by William P. Russell, III as incorporator. (notary must check applicable box)

{Notary Seal must be affixed}





Signature of Notary
Patricia S. Brown
Name of notary (Typed, Printed or Stamped)
Commission Number (if not legible on seal): _____
My commission Expires (if not legible on seal): _____

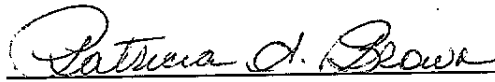
Personally Known.
 produced a current Florida driver's license as identification.
Type of Identification Produced _____

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing Acceptance of Designation of Registered Agent of Name of Corporation, INC., was acknowledged before me this ³28th day of April, 2000, me by William P. Russell, III as Registered Agent. (notary must check applicable box) *May*

{Notary Seal must be affixed}





Signature of Notary
Patricia S. Brown
Name of notary (Typed, Printed or Stamped)
Commission Number (if not legible on seal): _____
My commission Expires (if not legible on seal): _____

Personally Known.
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