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To:
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From:
Account Name : FOWLER WHITE BOGGS BANKER - JACKSONVILLE
Account Number : I20040000146
Phone : (904)598-3100
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FLORIDA PROFIT CORPORATION OR P.A.

Longwood Auto Acquisitions I, Inc.

Certificate of Status	0
Certified Copy	0
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ARTICLES OF INCORPORATION
OF
LONGWOOD AUTO ACQUISITIONS I, INC.

ARTICLE I.

NAME

The name of this corporation is Longwood Auto Acquisitions I, Inc.

ARTICLE II.

PRINCIPAL OFFICE

The initial principal office and mailing address of this corporation is 9001 East Colonial Drive, Orlando, Florida 32817.

ARTICLE III.

COMMENCEMENT OF EXISTENCE

The existence of the corporation commences on execution by the incorporator unless the filing of these Articles of Incorporation occurs more than five (5) business days thereafter, in which event such existence commences on the date of filing of these Articles of Incorporation.

ARTICLE IV.

CAPITAL STOCK

This corporation is authorized to issue Two Million (2,000,000) shares of common stock, of which One Million (1,000,000) shares shall be designated as voting common stock having par value of $.001 per share and One Million (1,000,000) shares shall be designated as non-voting common stock having a par value of $.001 per share. The non-voting common stock shall be distinguished from the voting common stock in that the non-voting common stock shall have no voting privileges or power. In all other instances, non-voting common stock shall have full rights, privileges, and power with the voting common stock. Without action by the shareholders, any or all of the authorized shares may be issued by this corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 50 North Laura Street, Suite 2200, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is Fowler White Boggs Banker P.A., Attention: Michael E. Goodbread, Jr. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI.

INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME	ADDRESS
Fowler White Boggs Banker P.A.	50 North Laura Street Suite 2200 Jacksonville, Florida 32202

ARTICLE VII.

INDEMNIFICATION OF DIRECTORS AND OFFICERS

This corporation shall indemnify its directors and officers to the full extent permitted by applicable law. No director of this corporation shall be liable to said corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act as the same exists or may hereafter be amended. Any amendment, modification or repeal of this Article VII shall not adversely affect any right of protection of an officer or director of the corporation in respect of any act or omission occurring prior to the time of such amendment, modification or repeal.

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ARTICLE VIII.

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Either the shareholders or Board of Directors may repeal, amend, or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed, or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, on behalf and in the name of the incorporator as its authorized agent, has hereunto set his hand and affixed his seal this 27 day of December, 2004.

Fowler White Boggs Banker P.A.

By ______________________

Michael E. Goodbread, Jr.

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CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF LONGWOOD AUTO ACQUISITIONS I, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon Longwood Auto Acquisitions I, Inc., a corporation organized under the laws of the State of Florida, and having been made aware of the obligations and responsibilities of a Registered Agent, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 50 North Laura Street, Suite 2200, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned, on behalf and in the name of the designated Registered Agent as its authorized representative, has hereunto set his hand and seal in Jacksonville, Duval County, Florida, on this 27 day of December, 2004.

Fowler White Boggs Banker P.A.

By Michael E. Goodbread, Jr.
Michael E. Goodbread, Jr.

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