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July 31, 1997

Barry W. Thompson 455 Alternate 19 S, Apt. #121 Palm Harbor, Fl 34683

FLORIDA DEPARTMENT OF STATE Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314 lains.

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Dear Sirs,

Please find enclosed the Articles of Incorporation for THE HOT ROD MAN, INC.

Also please find a check in the amount of \$70.00 to cover the various expenses of incorporation.

THE HOT ROD MAN, INC. will elect to be treated as an S Corporation operating on a calender year basis.

As registered agent for this corporation, you may contact me if necessary at 813-781-4758.

Sincerely,

Barry W. Thompson

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

THE HOT ROD MAN, INC.

ARTICLE I: NAME

The name of this corporation shall be The Hot Rod Man, Inc..

ARTICLE II: PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business within the State of Florida or elsewhere, and to have, use, exercise, and enjoy all of the general powers of like corporations, under Chapter 607 of the Florida Statutes.

ARTICLE III: DURATION

The corporation shall have perpetual existance.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shall be disignated as "Common Shares".

ARTICLE V: PRINCIPAL PLACE OF BUSINESS

The principal office address of the corporation shall be 455 Alternate 19 S, #121, Palm Harbor, Florida, 34683, and other offices, agencies and branches at such places as may be designated by the stockholders.

ARTICLE VII: DIRECTORS

The Board of Directors of this corporation shall consist of one or more members, and the exact number thereof to be fixed by the bylaws of said corporation.

ARTICLE VIII: INITIAL DIRECTORS

The names of the members of the first Board of Directors of this corporation are as follows:

Barry W. Thompson President/Secretary 455 Alternate 19 S, #121, Palm Harbor, Fl 34683

ARTICLE IX: SUBSCRIBERS

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

Barry W.Thompson 455 Alternate 19 S, #121 Palm Harbor, Florida 34683

ARTICLE X: REGISTERED AGENT

The initial designation of the registered office of the corporation shall be 455 Alternate 19 S, #121, Palm Harbor, Florida, 34683, and the registered agent shall be Barry W. Thompson.

Pursuant to Florida Statutes 607.164, having been named to accept process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Bass W Hunger Registered Agent

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ARTICLE XI: AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF, I the undersigned subscribing incorporator have executed these Articles of Incorporation this _____ day of August , 1997. Bary Wohn STATE OF FLORIDA COUNTY OF PINEULAS The foregoing Articles of Incorporation were acknowledged before me this 1 day of August, 1997, by
RORU THOMPSON, who is personally known BARRY THOMPSON by me or who has produced_ identification, and who acknowledged before me that he executed the same for the purpose therein expressed. Signature of Person taking oath: Name of Person taking oath, BARRY W THUMPSON typed, printed, or stamped: Title or rank: Commission No. Commission Expiration Date:

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