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ATTACHMENT

451607

E. THOMAS FISHER, JR.

Attorney and Counselor at Law

821 SIXTEENTH STREET NORTH
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March 22, 2007

Florida Department of State
Division of Corporation
P.O. Box 1300
Tallahassee, FL 32302-1300

Re: PARC Charitable Vehicle Sales, Inc.
Fictitious Name Registration for PARC Wheels & Deals

Ladies and Gentlemen:

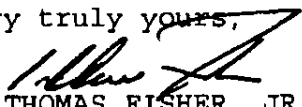
I am transmitting herewith Articles of Incorporation of PARC Charitable Vehicle Sales, Inc. together with Acknowledgment of Registered and check payable to your order in the amount of \$78.75. Please furnish certified copy to the undersigned.

Also enclosed is Application for Registration of Fictitious Name of PARC Wheels & Deals and check payable to your order in the amount of \$60.00 for registration fee and Certificate of Status. Please furnish the Certificate of Status to the undersigned.

If these filings can not be accomplished it would be appreciated if you would please telephone the undersigned.

Thanking you for your cooperation, I am

Very truly yours,


E. THOMAS FISHER, JR.

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ARTICLES OF INCORPORATION

OF

PARC Charitable Vehicle Sales, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I Name

The name of this corporation is PARC Charitable Vehicle Sales, Inc.

Article II Enabling Law

This is a nonprofit corporation organized solely for charitable purposes pursuant to Corporations Not for Profit law set forth in Chapter 617 of the Florida Statutes.

Article IV Purpose

Said corporation is organized exclusively for charitable, religious, educational, or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of purposes set forth above. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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Article III

Principal Place of Business

The principal place of business and mailing address of the corporation is 3190 Tyrone Blvd. No., St. Petersburg, FL 33710.

Article V Incorporators

The names and addresses of the incorporators are as follows:

1. Susan Buchholtz, 3190 Tyrone Blvd. No., St. Petersburg, FL 33710
2. Allison LeGros, 3190 Tyrone Blvd. No., St. Petersburg, FL 33710
3. Philip Lancaster, 3190 Tyrone Blvd. No., St. Petersburg, FL 33710

Article VI Membership

The authorized number, qualifications, and manner of admission of members to this corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, the liability of members for dues and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the by-laws of this corporation.

Article VII Management of Corporate Affairs

(a) Board of Directors - The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of not less than three nor more than twenty directors. The number of directors herein provided for may be changed by a by-law adopted by the members entitled to vote. Directors whose terms shall have expired shall be elected by majority vote of membership.

The names and addresses of the persons constituting the first Board of Directors who are to act in that capacity until the election of Directors at the first annual meeting are:

1. Susan Buchholtz, 3190 Tyrone Blvd. No., St. Petersburg, FL 33710

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2. Allison LeGros, 3190 Tyrone Blvd. No., St. Petersburg, FL 33710
3. Philip Lancaster, 3190 Tyrone Blvd. No., St. Petersburg, FL 33710

(b) Elective Officers - The officers of this corporation shall be a President, Vice President, Secretary and Chief Financial Officer. Other offices and officers may be established or appointed by members of this corporation at any regular meeting. The qualifications, the time and manner of electing or appointing, the duties of, terms of office, and the manner of removing officers shall be as set forth in the by-laws.

The initial officers are:

President: Susan Buchholtz

Vice President: Allison LeGros

Secretary: MaryAnn R. Fisher

Chief Financial Officer: Philip Lancaster

Article VIII

Location of Registered Office; Identification of Registered Agent

(a) The address of this corporation's initial registered office and the principle office of the corporation in the State of Florida is 3190 Tyrone Blvd. No., St. Petersburg, FL 33710.

(b) The name of this corporation's initial registered agent at the above address is Susan Buchholtz.

Article IX

By-Laws

By-Laws will be hereinafter adopted at the first meeting of the Board of Directors. Such by-laws may be amended or repealed in whole or in part by the Directors in the manner provided therein. Any amendments to the by-laws shall be binding of all members of this corporation.

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Article X

Amendment of Articles

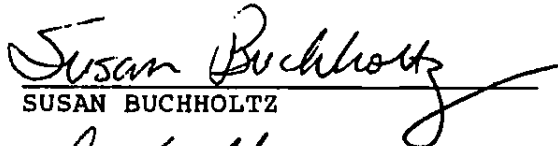
Amendment of these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to the Board of Directors for their vote. Amendments may be adopted by a vote of the majority of the Board of Directors or as may be provided by law.

Article XI

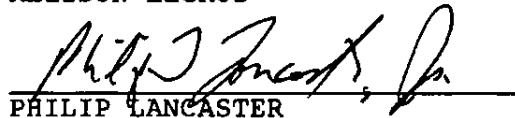
Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The undersigned constituting the incorporators of this corporation, for the purpose of forming this corporation not for profit under the laws of the State of Florida, have executed these Articles of Incorporation this 20 day of March, 2007.


SUSAN BUCHHOLTZ


ALLISON LEGROS



PHILIP LANCASTER

ATTACHMENT

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ACKNOWLEDGEMENT - PARC Charitable Vehicle Sales, Inc.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Florida Law relative to keeping open said office.



SUSAN BUCHHOLTZ
Registered Agent

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07 MAR 26 PM 1:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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#451607

STATE OF FLORIDA:
COUNTY OF PINELLAS:

Before me the undersigned authority, personally appeared Susan Buchholtz, who ~~produced the following type of identification~~ is personally known, and she acknowledged that she executed the foregoing freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal this 20 day of March, 2007.

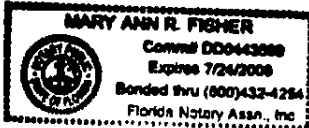


Mary Ann R. Fisher
NOTARY PUBLIC

STATE OF FLORIDA:
COUNTY OF PINELLAS:

Before me the undersigned authority, personally appeared Alison LeGros, who ~~produced the following type of identification~~ is personally known, and she acknowledged that she executed the foregoing freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal this 20 day of March, 2007.

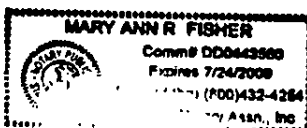


Mary Ann R. Fisher
NOTARY PUBLIC

STATE OF FLORIDA:
COUNTY OF PINELLAS:

Before me the undersigned authority, personally appeared Philip Lancaster, who ~~produced the following type of identification~~ is personally known, and he acknowledged that he executed the foregoing freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal this 19 day of March, 2007.



Mary Ann R. Fisher
NOTARY PUBLIC