POOCOS O5762 Law Office Of ERNIE JONES

Ernie Jones, Esquire

1958 East Edgewood Drive Lakeland, Florida 33803 Telephone: 941/680-1019 Fax: 941/682-2215

E-Mail: joneslaw@gte.net

December 28, 1999

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314 300003092813--5 -01/10/00--01061--002 *****70.00 ******70.00

Re: Three Chief's Paint & Body Shop, Inc.

Dear Sir:

Enclosed you will find Articles of Incorporation regarding the above corporation to be filed and one copy to be returned to me.

Further enclosed is my check in the sum of \$70.00 representing the following:

Filing Fee For Corporation

\$35.00

Filing Fee For Registered Agent

\$35.00

Cordially yours,

Ernie Jones, Esquire

EJ/mc

Enclosures

Copy To: Mr. Ostin N. Norris

W. J. Kelley Management Services, Inc.

Valiant Incorporated, Inc.

SECRETARY OF STATE TALLAHASSEE, FLORID

.... 4 0 2000



ARTICLES OF INCORPORATION OF

THREE CHIEF'S PAINT & BODY SHOP, INC.

ARTICLE I - NAME

The name of this corporation is Three Chief's Paint & Body Shop, Inc. and the business address of this corporation is 3217 Naomi Road, Lakeland, Florida, 33803.

ARTICLE II - PURPOSE

This corporation is organized for the following purposes:

Major auto body repair, painting and any other lawful business.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is: 1958 East Edgewood Drive, Lakeland, Florida, 33803, and the name of the initial registered agent of this corporation at that address is Ernie Jones, Esquire.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be increased or diminished from time to time by the By-Laws. The names and addresses of the initial directors of this corporation are:

Richard W. Rhynehart, 55 Meadow Way, Frostproof, Florida, 33743 Ostin N. Norris, 3219 Naomi Road, Lakeland, Florida, 33803

Faeron D. Noles, 8340 Perch Lake Road, Altures, Florida, 33820

ARTICLE VII - INCORPORATOR

The name of the person signing these Articles of Incorporation is: Ernie Jones, Esquire, 1958 East Edgewood Drive, Lakeland, Florida, 33803.

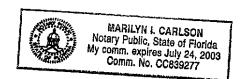
IN WITNESS WEREOF, the undersigned subscriber has executed these Articles of Incorporation this the 28th day of December, 1999.

ERNIE JONES, ESQUIRE

STATE OF FLORIDA COUNTY OF POLK

I hereby certify that on this day before me an officer duly authorized to administer oaths and take acknowledgments, personally appeared Ernie Jones, whose signature is being notarized, who is personally known to me, acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

Marilyn L. Carlson



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UOPN WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED;

THAT THREE CHIEF'S PAINT & BODY SHOP, INC.

WITH ITS PLACE OF BUSINESS AT LAKELAND, FLORIDA

HAS NAMED ERNIE JONES, ESQUIRE

LOCATED AT 1958 EAST EDGEWOOD DRIVE

CITY OF LAKELAND, STATE OF FLORIDA, COUNTY OF POLK

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DITUES, AND I ACDEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA.

DATE /2-28-99

ERNIE JONES

REGISTERED AGENT