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Attorneys-At-LAW

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AUF. KUTCH R****

OF COUNSEL

****** Government Attorney

**** Also admitted in

Indiana and Georgia

**** Also admitted in

Pennsylvania

Florida Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Performance Auto Consultants, Inc.

Dear Sir or Madame:

Enclosed you will find two originals of the Articles of Incorporation for Performance Auto Consultants, Inc.

Please file this document as provided by law and return to the undersigned the enclosed copy as well as the Certificate of Incorporation.

Also enclosed is a check in the amount of \$78.75 representing the filing fee for this corporation.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

John A. Garner

JAG\

Enclosures

c: Christopher C. Dunmire

1-27-00

Articles of Incorporation of Performance Auto Consultants. Inc.



ARTICLE I CORPORATE NAME

The name of this Corporation is: Performance Auto Consultants, Inc.

ARTICLE II CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 10,000 common shares with a par value of \$.01 each. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

ARTICLE III INCORPORATOR

The name and address of the incorporator are:

Name _ Address

Christopher C. Dunmire 4930 21st Place SW Naples, FL 34116

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: Suite 710, 801 Laurel Oak Drive, Naples, Florida 34108-2707, and the name of the initial registered agent of this Corporation at that address is: John A. Garner.

ARTICLE V PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be 4930 21st Place SW, Naples, Florida 34116.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on January 10, 2000.

Christopher C. Dunmire, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

Performance Auto Consultants, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 4930 21st Place SW, Naples, Florida 34116 has named John A. Garner, located at Suite 710, 801 Laurel Oak Drive, Naples, Florida 34108-2707, as its agent to accept service of process within Florida.

Dated: January (/) , 2000

Christopher C. Dunmire, Incorporator

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, John A. Garner, hereby agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Dated: January ______, 2000

A. Garner