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

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*****78.75 *****78.75

SUBJECT: AUTO BUYING SOLUTIONS, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: William C. VANATT
Name (Printed or typed)

2706 ONIZUKA CT
Address

Palm Harbor, FL- 34603
City, State & Zip

727-738-0455
Daytime Telephone number

FILED
2000 MAR 30 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

William V GAVE
AUTHORIZATION BY PHONE TO
remove 2nd signatures
CORRECT
DATE 4-4-00
DOC. EXAM OK

OK 4/4

FILED

2300 MAR 30 PM 12:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of
AUTO BUYING SOLUTIONS,INC.**

**I.
Name**

The name of the Corporation is AUTO BUYING SOLUTIONS,INC., hereinafter referred to as the "Corporation."

**II.
Purposes**

The purpose of the Corporation is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

**III.
Principal Office and Registered Agent**

The principal office of the Corporation is 2706 ONIZUKA COURT, PALM HARBOR, Florida 34683,. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida. The name and address of the registered agent for service of process upon the Corporation is WILLIAM C.VANATT, 2706 ONIZUKA COURT, PALM HARBOR, Florida 34683.

**IV.
Duration**

The duration of the Corporation shall be perpetual.

**V.
Initial Business**

The initial business of the Corporation shall be: Auto buying services and Auto wholesale agency.

VI.
Capital Stock

The Corporation is authorized to issue only one class of shares of stock which shall be designated Common Stock. The total number of shares the Corporation shall have authority to issue is 1000, each share to have a par value of \$ 1.00.

VII.
Incorporators

The names and mailing addresses of the incorporators are:

<u>Incorporator Name</u>	<u>Incorporator Address</u>
William C. Vanatt	2706 Onizuka Court, Palm Harbor, Fl. 34683

VIII.
Directors

The number of directors constituting the initial Board of Directors of the Corporation is: 2. The name(s) and address(es) of the person(s) who is/are appointed to act as the initial director(s) of the Corporation is/are:

<u>Director Name</u>	<u>Director Address</u>
William C. Vanatt	2706 Onizuka Court, Palm Harbor, Fl. 34683
Audrey Vanatt	2706 Onizuka Court, Palm Harbor, Fl. 34683

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TALLAHASSEE, FLORIDA

IX.
No Personal Liability

The private property of the stockholders shall not be subject to the payment of corporate debts.

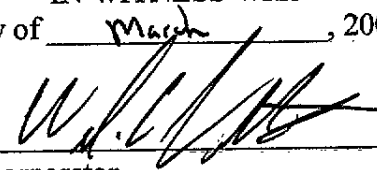
X.
Operating Provisions

The provisions for the operation, regulations, and management of the business and internal affairs of the Corporation shall be as set forth in the Bylaws, which may be amended from time to time by a majority vote of a quorum of the Board of Directors.

XI.
Fiscal Year

The fiscal year of the Corporation shall be from Jan _____ to
Dec _____ of each year.

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this, the 28th
day of March, 2000.



Incorporator

Having been named as registered agent and to accept service of process for the above named corporation at the place designated in this certificate.



Register Agent

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2000 MAR 30 PM 12:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida

County of Pinellas

BEFORE ME, the undersigned authority, on this day personally appeared William C. Varatt, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 28th day of March, 2000



Teresa Lindsey
Notary Public in and for the
State of Florida

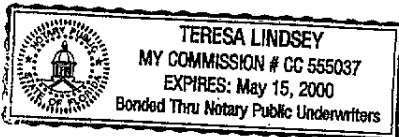
My Commission Expires:

State of Florida

County of Pinellas

BEFORE ME, the undersigned authority, on this day personally appeared Wesley Varatt, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 28th day of March, 2000



Teresa Lindsey
Notary Public in and for the
State of Florida

My Commission Expires: