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Law Offices of
Osterndorf & Associates, P.A.

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Richard J. Osterndorf
Member Florida and
New York Bars

MaryEllen P. Osterndorf
Member Florida and
Georgia Bars

May 16, 2000

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

RE: Articles of Incorporation
Auto Connection Florida, Inc.

100003257921--0
-05/18/00--01110-013
*****78.75 *****78.75

Gentlemen:

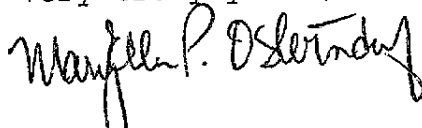
Enclosed please find the Articles of Incorporation for
AUTO CONNECTION FLORIDA, INC.

together with my check, payable to the Department of State, in the
sum of \$78.75 covering the filing fee.

Please return a certified copy of the Articles to the
undersigned, together with your statement for services rendered.

Thank you for your cooperation and help.

Very truly yours,



MaryEllen P. Osterndorf

MPO/ck

Enclosure

Check, Trust Account, #7411

S. Thompson MAY 31 2000

FILED
MAY 31 PM 2:07
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 24, 2000

MARYELLEN P. OSTERNDORF, ESQ.
P.O. BOX 2352
DAYTONA BEACH, FL 32115

SUBJECT: AUTO CONNECTION FLORIDA, INC.
Ref. Number: W00000013343

We have received your document for AUTO CONNECTION FLORIDA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Shannon Thompson
Document Specialist

Letter Number: 400A00029478

RECEIVED
Date 6/20/00

ARTICLES
OF
INCORPORATION

FILED
00 MAY 31 PM 2:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

AUTO CONNECTION OF DAYTONA, INC.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and permitted under the laws of the State of Florida, including but not limited to:

The owning, leasing, rental, hiring, operating, selling, vending, purchasing, acquiring, and otherwise dealing in retail and wholesale distribution and rental of automobiles, recreational vehicles, boats, marine vessels, etc.

Any type of construction, development or sale of real or personal property herein the State of Florida; as well as all business activities related thereto, or which may be necessary, advantageous or proper in the conduct of the business; to exercise generally such powers as may be incidental to or convenient for the purposes and business of the corporation; and to have, exercise and enjoy all the rights and privileges of a corporation for profit under the laws of the State of Florida; it being expressly provided

that the foregoing enumerated powers shall not be held to limit or restrict the general powers of the corporation.

ARTICLE III

The maximum number of shares of stock this corporation may issue is one thousand shares of common stock, which shall be the common stock of \$1.00 par value. All said common stock shall be payable in cash, or payable by property, labor or services at a just valuation by the stockholders. Property, labor or services may be purchased or paid for with capital stock at a just valuation fixed by the stockholders.

ARTICLE IV

The amount of capital with which this corporation shall begin is not less than Five Hundred (\$500.00) Dollars.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The initial principal office of said corporation shall be:

11 Wilderness Run, Flagler Beach, FL 32136

The registered agent is:

DARRELL P. BAGGETT

whose address is:

11 Wilderness Run, Flagler Beach, FL 32136

ARTICLE VII

That the business of the corporation shall be managed by the stockholders of the corporation. The board of directors shall initially consist of two members, who are:

DARRELL P. BAGGETT
SANDRA M. BAGGETT

President/Treasurer
Secretary/Vice President

The said corporation may have additional members on the board of directors, as may be authorized in the bylaws of the corporation. The address for the above is:

11 Wilderness Run, Flagler Beach, FL 32136

ARTICLE VIII

The name and business address of the person signing these Articles of Incorporation as subscriber is as follows:

DARRELL P. BAGGETT

11 Wilderness Run, Flagler Beach, FL 32136

ARTICLE IX

No holder of common stock of the corporation shall have any preferential, preemptive or other right to the detriment of any other stockholder of the corporation.

ARTICLE X

The said corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter permitted by law or prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.


DARRELL P. BAGGETT

STATE OF FLORIDA
COUNTY OF VOLUSIA

FILED
00 MAY 31 PM 2:07
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Before me, the undersigned authority, personally appeared
DARRELL P. BAGGETT, well known to be the person described in or who
has produced personally known as identification and
who subscribed the foregoing Articles of Incorporation and he
freely and voluntarily acknowledged before that he made and
subscribed the foregoing for the uses and purposes therein
mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and
official seal at Daytona Beach, in said County and
State, this 30th day of May, 2000.



Carol Ann Keane
My Commission CC805434
Expires January 31, 2003

Carol Ann Keane
Notary Public, State of Florida
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned having been named to accept Service of
Process for **AUTO CONNECTION OF DAYTONA, INC.**, at the place
designated in Article VI of the Articles of Incorporation, hereby
accepts the obligations as Registered Agent and agrees to comply
with the provisions of Section 607.0505, Florida Statutes, relative
to keeping open said office.

Darrell P. Baggett
Darrell P. Baggett