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May 25, 2000

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

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-05/30/00--01125--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

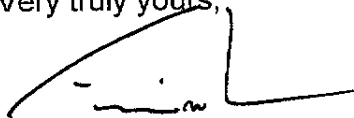
RE: MAXIMO MOTORS, INC.

Gentlemen:

Enclosed please find our escrow check in the amount of \$78.75 for filing fee, tax, etc. for the above-referenced corporation. Also enclosed please find the original and one copy of the Articles of Incorporation. Please forward a certified copy of the Articles to this office in the enclosed envelope.

Thank you for your attention to this matter and should you have any questions, please do not hesitate to contact me.

Very truly yours,



FRANCIS M. LEE

FML/scm  
Enclosure

FILED  
00 MAY 30 PM 12: 27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

↑ BROWN JUN - 7 2000

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**FILED**  
00 MAY 30 PM 12:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**MAXIMO MOTORS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation is MAXIMO MOTORS, INC.

**ARTICLE II**

**Duration**

The duration of the corporation is perpetual.

**ARTICLE III**

**Purpose**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**

**Capital Stock**

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated common shares.

**ARTICLE V**

**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 15176 U.S. 19 North, Clearwater, Florida 33764, and the name of the initial registered agent at such address is GARY ROBERTS. Corporate Mailing Address same as registered agent.

**ARTICLE VI**

**Management of Corporation by Stockholders**

The corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction, of the stockholders.

**ARTICLE VII**

**Incorporators**

The name and address of the person signing these Articles is:

GARY ROBERTS  
15176 U.S 19 NORTH  
CLEARWATER, FLORIDA 33764

**ARTICLE VIII**

**Amendments**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has Executed these Articles of Incorporation this 25 day of May, 2000.

Witnesses:

Maryl Sweeney  
MARY SWEENEY  
Francis M. Lee  
FRANCIS M. LEE

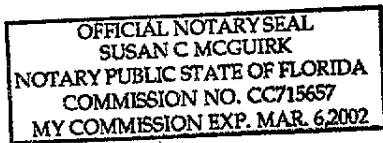
Gary Roberts  
GARY ROBERTS

STATE OF FLORIDA )

COUNTY OF PINELLAS )

The foregoing instrument was acknowledged before me this 25 day of May, 2000, by GARY ROBERTS, and the witnesses above, who are personally known to me.

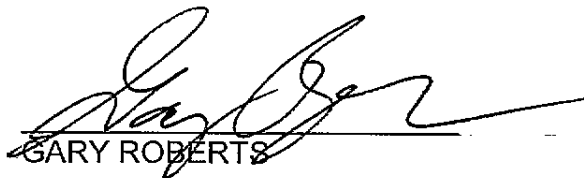
Susan C. McGuirk  
SUSAN C. MCGUIRK  
Notary Public



**FILED**  
00 MAY 30 PM 12:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF RESIDENT AGENT**

I, GARY ROBERTS, agree as Resident Agent to accept Service of Process: to keep the office open during prescribed hours; to post my name and any other officers of said corporation authorized to accept service of process at the Florida designated address of 15176 U.S. 19 North, Clearwater, Florida 33764, in some conspicuous place in the office as required by Law.

  
GARY ROBERTS

STATE OF FLORIDA )  
COUNTY OF PINELLAS)

SUBSCRIBED AND SWORN to before me on this 25<sup>th</sup> day of May, 2000.

  
SUSAN C. MCGUIRK  
Notary Public

OFFICIAL NOTARY SEAL  
SUSAN C MCGUIRK  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC715657  
MY COMMISSION EXP. MAR. 6, 2002