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CYNTHIA J. PFEIFFER, ATTORNEY AT LAW

P.O. BOX 2143
LARGO, FLORIDA 33779-2143

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727

June 9, 2000

Div. of Corp
P.O. Box 6327
Tallahassee, FL 32314

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

Hi:

Enclosed for filing with your office please find:

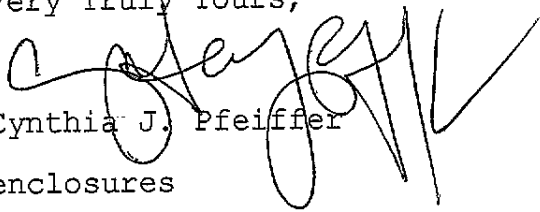
1. Articles of Incorporation and designation of Registered Agent
for FORDSPEED.COM, INC.

2. My check in the amount of \$78.75 in payment of filing fee
(\$35), Registered Agent Designation (\$35) and Certified Copy of
Articles (\$8.75).

Please return the documents to my address above.

Thank you.

Very Truly Yours,


Cynthia J. Pfeiffer

enclosures

FILED
00 JUN 12 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN JUN 19 2000

**ARTICLES OF INCORPORATION
OF
FORDSPEED.COM, INC.**

FILED
00 JUN 12 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Article of Incorporation.

ARTICLE I: NAME

The name of the Corporation is FORDSPEED.COM, INC..

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 9001 131st Place North, Largo, FL 33773.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is two thousand (2000) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Craig L. Zurman, 9001 131st Place North, Largo, FL 33773.

ARTICLE V: INCORPORATOR

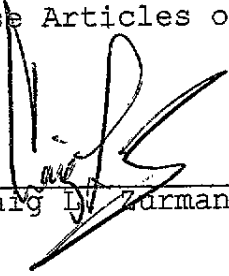
The name and address of the incorporator of these Articles of Incorporation is Craig L. Zurman, 9001 131st Place North, Largo, FL 33773.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is:

P/S/T/D Craig L. Zurman
9001 131st Place North, Largo, FL 33773

The undersigned has executed these Articles of Incorporation this 2 day of June, 2000.



Craig L. Zurman, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
00 JUN 12 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: FORDSPEED.COM, INC.
2. The name and address of the registered agent and office is:

Craig L. Zurman
9001 131st Place North
Largo, FL 33773

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


CRAIG L. ZURMAN