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FOGLE & FOGLE, P. A.
ATTORNEYS AT LAW

J. DANA FOGLE
CORPORATION & BUSINESS LAW
REAL PROPERTY LAW
REGISTERED GENERAL PRACTICE
ALICE M. FOGLE
MARITAL & FAMILY LAW

September 29, 2000

MAILING ADDRESS:
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DELAND, FLORIDA 32721-0024

PHYSICAL ADDRESS:
217 EAST PLYMOUTH AVENUE
DELAND, FLORIDA 32724

(904) 734-4215
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Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32314

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-10/05/00--01066--024
****122.50 *****78.75

Re: Incorporation of Rattlers, a Florida Corporation

Dear Sir or Madam:

Enclosed herewith is an original and one copy of the proposed Articles of Incorporation and Designation of Registered Agent for Rattlers, a Florida Corporation.

Also enclosed is my check in the amount of \$122.50 representing the following:

Filing Fee	\$35.00
Registered Agent Certificate	52.50
Certified Copy of Charter and of Registered Agent Certificate	35.00

Thank you very much for your assistance.

Sincerely,



J. Dana Fogle

JDF/js
Enclosures

FILED
OCT-9 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-10

**ARTICLES OF INCORPORATION
OF
RATTLERS, INC., a Florida Corporation**

FILED
00 OCT -9 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, ROSS J. KASPAREK, being of legal age do hereby authorize the formation of a corporation under the laws of the State of Florida.

ARTICLE I.

The name of this corporation shall be RATTLERS, INC., a Florida Corporation

ARTICLE II:

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III.

GENERAL NATURE OF BUSINESS

The general nature of business to be transacted by this corporation is the sale and service of all pre-owned automobiles, trucks and motorcycles, and to engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV.

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100 shares fully paid, \$1.00 par value common stock. Common stock of the corporation shall be issued as "small business corporation" stock in

Revenue Code of 1954, as amended.

ARTICLE V.

INITIAL DIRECTORS

The business of the corporation shall be managed by the Stockholders rather than by the Board of Directors of this corporation.

ARTICLE VI.

STREET AND MAILING ADDRESS OF INITIAL REGISTERED

OFFICE AND NAME OF INITIAL REGISTERED AGENT

The initial street and mailing address of the principal place of business of said corporation is 509 E. International Speedway Blvd., DeLand, Florida 32724. The initial resident agent is ROSS J. KASPAREK, 1611 Spring Garden Drive, Astor, FL. 32102.

ARTICLE VII.

SUBSCRIBER

The name and street address of the subscriber to these articles of incorporation is:

ROSS J. KASPAREK
1611 Spring Garden Drive
Astor, Florida 32102

ARTICLE VIII.

COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on October 2, 2000.

IN WITNESS WHEREOF, I, ROSS J. KASPAREK, being the original subscriber

to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 2nd day of October, 2000.


ROSS J. KASPAREK

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ROSS J. KASPAREK, to me well known to be the person who executed the foregoing Certificate of Incorporation and he acknowledged before me that he executed same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 2nd day of October, 2000.


NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:



J. Dana Fogle
MY COMMISSION # CC571611 EXPIRES
October 5, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

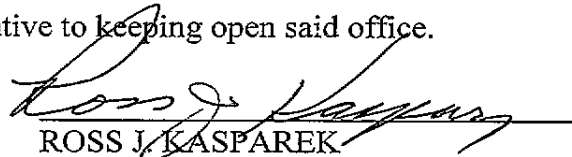
CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHICH
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in
compliance with said Act:

FIRST: That RATTLEERS, INC., a Florida Corporation, desiring to organize under
the laws of the State of Florida with its principal office, as indicated in the Articles of
Incorporation, at the City of DeLand, County of Volusia, State of Florida, has named
ROSS J. KASPAREK, located at 509 E. International Speedway Blvd., DeLand, Florida
32724, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation,
at the place designated in this Certificate, I hereby accept to act in this capacity, and agree
to comply with the provisions of said Act relative to keeping open said office.


ROSS J. KASPAREK

FILED
00 OCT -9 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA