

PO1000002876

TRANSMITTAL LETTER

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

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-01/05/01--01014--008
****122.50 *****78.75

SUBJECT: RPM RICK'S PERFORMANCE MACHINES, INC.

EFFECTIVE DATE
01-01-01

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

\$122.50 Filing Fee and Certified Copy

FROM: Roger H. Jacobs, MBA, CPA
704 Ponce De Leon Blvd.
Brooksville, FL 34601

(352) 796-8860

FILED
01 JAN -4 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

T. Burch JAN 9 2001

ARTICLES OF INCORPORATION

OF

RPM RICK'S PERFORMANCE MACHINES INC.

The undersigned, for the purpose of forming a corporation for profit under the Florida General Corporation Act, do hereby adopt the following articles of incorporation.

ARTICLE I

RPM RICK'S PERFORMANCE MACHINES INC.

The name of the corporation shall be:
RPM RICK'S PERFORMANCE MACHINES INC.

ARTICLE II

DURATION

The corporation shall have perpetual existence with an effective commencement date of JANUARY 1, 2001.

ARTICLE III

PURPOSE

The general purposes for which the corporation is organized are:

1. To engage in the business of automobile repair.
2. To transact any other lawful business activity for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 8144 W. Grover Cleveland Blvd. Homosassa, Florida 34446 and the name of its initial registered agent is Patrick D. Iacopelli. The principle office and mailing address of the corporation is the same as above.

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ARTICLE V
CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is five hundred (500). Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00) per share. The voting privileges will consist of one (1) vote per share of stock.

ARTICLE VI
DIRECTORS

The corporation shall have one director initially. The name and address of the initial director is as follows:

PATRICK D. IACOPELLI	10358 WEST CENTRAL ST.
	HOMOSASSA, FL 34448

ARTICLE VII
INCORPORATOR

The name and address of the incorporator is:

PATRICK D. IACOPELLI	10358 WEST CENTRAL ST
	HOMOSASSA, FL 34448

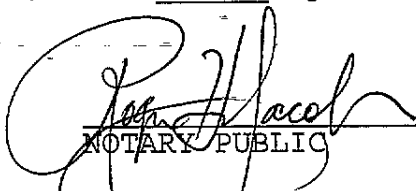
EXECUTED by the undersigned at Brooksville, Florida, on
this 15th day of December, 2000.


PATRICK D. IACOPELLI incorporator

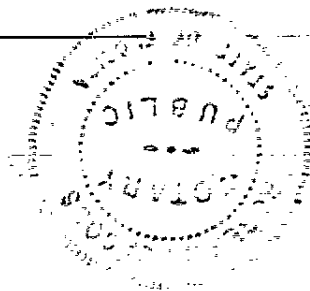
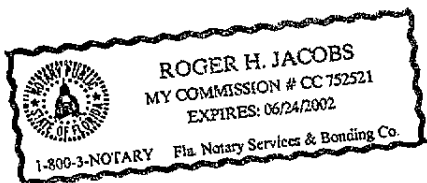
STATE OF FLORIDA
COUNTY OF HERNANDO

BEFORE ME, personally appeared PATRICK D. IACOPELLI
to me well known and known to me to be the person described
in and who executed the foregoing instrument, and
acknowledged to and before me that he executed said
instrument for the purpose therein expressed.

WITNESS my hand and seal, this 15th day of December,
2000.


NOTARY PUBLIC

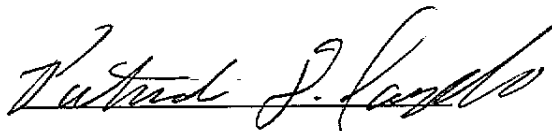
My Commission Expires:



STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

PATRICK D. IACOPELLI, desiring to organize as a corporation for profit under the Florida General Corporation Act, has designated as its intial registered office 8144 W. GROVER CLEAVELAND BLVD. HOMOSASSA, FL 34446 and has named PATRICK D. IACOPELLI its agent to accept service of process within this state.

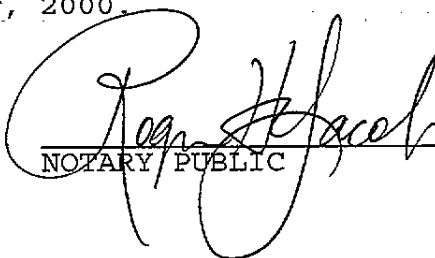
PATRICK D. IACOPELLI, having been named to accept service of process for the above-named corporation at said place, hereby accept such appointments and agree to comply with the provisions of said Act relating to keeping open said office.



PATRICK D. IACOPELLI

The foregoing instrument was acknowledged before me this

15th day of December, 2000.


NOTARY PUBLIC

My commission expires:

