

Law Offices of
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PS18000047415

May 4, 2001

VIA OVERNIGHT DELIVERY
Florida Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

RE: FIRST QUALITY CARS OF SARASOTA/MANATEE, INC.

500004139705--5
-05/07/01--01127--012
*****78.75 *****78.75

Dear Sir/Madam:

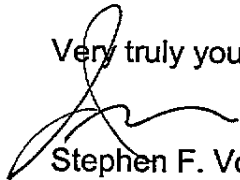
I have enclosed for your review and filing the original and one (1) copy of the Articles of Incorporation for FIRST QUALITY CARS OF SARASOTA/MANATEE, INC., and a check in the amount of \$70.00 payable to The Florida Department of State for the following:

Filing Fee for Articles of Incorporation, F.S.	\$35.00
Filing Fee for Resident Agent F.S.	\$35.00
Certificate of Good Standing	<u>8.75</u>
TOTAL:	\$78.75

Please return a copy of the Articles of Incorporation and the original Certificate of Good Standing to this office.

Thank you for your prompt attention to and cooperation in this matter.

Very truly yours,


Stephen F. Voigt, Sr.

SFVsr/m mz
Enclosures

FILED
01 MAY -7 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5-11-01
WOC

ARTICLES OF INCORPORATION
OF
FIRST QUALITY CARS OF SARASOTA/MANATEE, INC.

FILED
01 MAY -7 PM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is FIRST QUALITY CARS OF SARASOTA/MANATEE, INC.

ARTICLE II - TERM

This corporation shall commence to exist on the time of the filing of these Articles of Incorporation by the Department of State of the State of Florida, and shall exist perpetually or until legally dissolved.

ARTICLE III - PURPOSE

This is a corporation for the purpose of conducting any or all lawful business, and doing all acts and things as are incidental to the foregoing or necessary or convenient to carry on the business of the corporation or to effect or promote the purpose for which the corporation is formed.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue SEVEN HUNDRED FIFTY (750) SHARES of ONE DOLLAR (\$1.00) PAR VALUE per share common stock.

ARTICLE V - PRINCIPAL OFFICE

The street address of the principal office of this corporation is 6946 CURLEW ROAD, SARASOTA, FL 34241.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address and the initial registered agent of office of the registered agent of this corporation is STEPHEN F. VOIGT, ESQ., of VOIGT & VOIGT, P.A. and that address is 2042 BEE RIDGE ROAD, SARASOTA, FLORIDA 34239.

ARTICLE VII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

ARTICLE VIII - INCORPORATOR

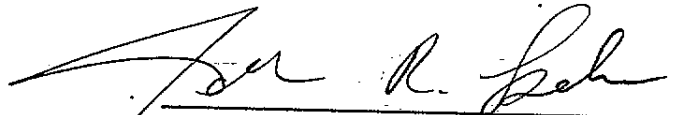
The name and address of the person signing these Articles is:

JOHN R. BEHN
6946 CURLEW ROAD
SARASOTA, FL 34241

ARTICLE IX - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4th day of May, 2001.

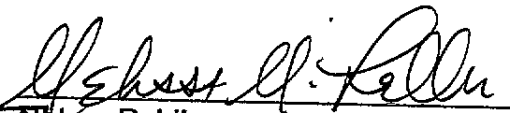


JOHN R. BEHN

STATE OF FLORIDA)
) SS.
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 4th day of May, 2001 by JOHN R. BEHN, who is personally known to me or who has produced a Driver's License as identification and who did take an oath.

MY COMMISSION EXPIRES:



Notary Public
Melissa M. Zeller
Print Name

Official Seal
MELISSA M. ZELLER
Notary Public, State of Florida
My comm. expires May 11, 2001
No. CC 645850

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office