

Fax: ( 813 ) 226-2044

G. BULLOCK JUL 16 2001

FILED

ARTICLES OF INCORPORATION

OF

CLASSIFIED CARS, INC.

FILED  
01 JUL 13 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is CLASSIFIED CARS, INC.

ARTICLE II

The corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III

The corporation may engage in any activities or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

The initial post office address of the principal office of this corporation in the State of Florida is 9734 Lake Douglas Place, Orlando, FL 32817. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE V

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares" which shall be allotted as follows:

NAME	ADDRESS	SHARES
Christopher Boesch	9734 Lake Douglas Place Orlando, FL 32817	250
Jason R. Young	3874 Calibre Bend Lane, #902 Winter Park, FL 32792	250

ARTICLE VI

The name and address of the registered agent is Christopher Boesch, 9734 Lake Douglas Place, Orlando, FL 32817.

ARTICLE VII

This corporation is to exist perpetually.

ARTICLE VIII

The corporation shall be governed by a Board of Directors of no less than one nor more than ten directors. The number of Directors herein provided for may be increased or decreased within these limits at any regular or special meeting of the Directors.

ARTICLE IX

The names and street addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are Christopher Boesch, 9734 Lake Douglas Place, Orlando, FL 32817, and Jason R. Young, 3874 Calibre Bend Lane, Apt. 902, Winter Park, FL 32792.

ARTICLE X

The names and post office addresses of the President, Vice-President, Secretary and Treasurer are:

Christopher Boesch	9734 Lake Douglas Pl. Orlando, FL 32817	President/ Secretary
Jason R. Young	3874 Calibre Bend Lane, #902 Winter Park, FL 32792	Vice President/ Treasurer

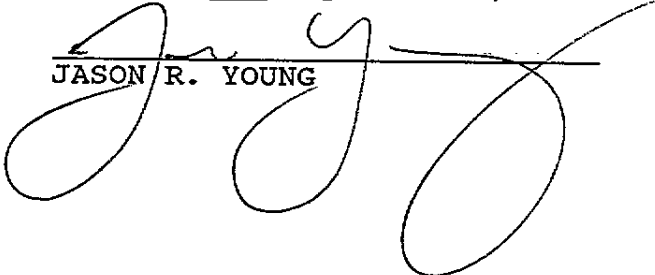
ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, unless all the Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII

The name and address of the Incorporator signing these Articles is Jason R. Young.



IN WITNESS WHEREOF I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 22 day of June, 2001.

  
JASON R. YOUNG

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County above to take acknowledgements, personally appeared Jason R. Young, known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same for the purposes therein expressed.

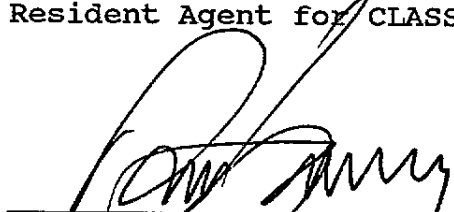
WITNESS my hand and official seal in the County and State named above this 22 day of June, 2001.

  
NOTARY PUBLIC  
State of Florida  
 Bonnie Edwards  
MY COMMISSION # CC852566 EXPIRES  
My Commission Expires:  
BONDED THROUGH TROY FAIR INSURANCE, INC.

DESIGNATION OF RESIDENT AGENT

The initial Resident Agent of this corporation will be Christopher Boesch, and said Resident Agent's address for service of process will be 9734 Lake Douglas Place, Orlando, FL 32817.

I, CHRISTOPHER BOESCH, do hereby accept appointment as Resident Agent for CLASSIFIED CARS, INC.

  
RONALD W. YOUNG, ESQUIRE  
Attorney at Law  
200 West M. L. King, Jr. Boulevard  
Tampa, Florida 33603  
(813) 226-2211

  
CHRISTOPHER BOESCH  
Resident Agent