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October 30, 2001

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-11/01/01--01020--015  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines St.  
P. O. Box 6327  
Tallahassee, FL 32301

RE: It's A Keeper Auto Sales, Inc.

Gentlemen:

Enclosed herewith in connection with the above referenced matter, please find Articles of Incorporation and Designation of Registered Agent, to be filed with your office, together with my check payable to your order in the amount of \$122.50 to be allocated as follows:

Filing Fee	\$35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	<u>52.50</u>
	\$ 122.50

Please forward certified copy to this office, via the enclosed envelope. Thanking you in advance for your assistance, I am,

With Kindest Regards,

Allan L. Casey, Esquire

FILED  
2001 NOV - 1 PM 12:17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ALC/mac  
Enc.

11/2/01

FILED

ARTICLES OF INCORPORATION  
OF  
IT'S A KEAPER AUTO SALES, INC.

2001 NOV -1 PM 12:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

STATE OF FLORIDA

COUNTY OF POLK

KNOW ALL MEN BY THESE PRESENTS: that the undersigned natural person who is competent to contract, for the purpose of forming a Corporation under the laws of Florida, does hereby certify as follows:

ARTICLE I. NAME

The name of this Corporation is: IT'S A KEAPER AUTO SALES, INC., whose street address is: 1057 HIGHWAY 92, WEST, SUITE B, AUBURNDALE, Polk County, Florida 33823.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The total authorized capital stock of this Corporation shall be one hundred (100) shares of common stock at \$1.00 par value, all of said common stock being fully paid and non-assessable.

ARTICLE IV. PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to the Corporation's common stock.

ARTICLE V. TERM OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI. ADDRESS

The principal office of this Corporation shall be at 1057 HIGHWAY 92, WEST, SUITE B, AUBURNDALE, FLORIDA, 33823 but the Corporation shall have the power to establish branch offices and other places of business at such other places within or without the State of Florida, as may be determined and deemed expedient by the Board of Directors.

ARTICLE VII. DIRECTOR

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, according to By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII. ORIGINAL DIRECTOR

The name and address of the initial member(s) of the Board of Directors is (are):

LARRY JOHNSON  
112 ANARECE AVENUE  
AUBURNDALE, FLORIDA 33823

SANDRA JOHNSON  
112 ANARECE AVENUE  
AUBURNDALE, FLORIDA 33823

AMY ARLENE HUNTLEY  
2987 PHIPPS ROAD  
AUBURNDALE, FLORIDA 33823

JOY LYNN JOHNSON-CHILDS  
518 MAIN STREET  
AUBURNDALE, FLORIDA 33823

ARTICLE IX. SUBSCRIBERS

The name and address of the Subscriber to the Certificate of Incorporation of this Corporation, is: LARRY JOHNSON, 1057 HIGHWAY 92, WEST, SUITE B, AUBURNDALE, FLORIDA, 33823.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and file the foregoing certificate of incorporation in the office of the Secretary of State.

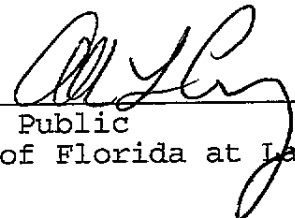
  
LARRY JOHNSON

STATE OF FLORIDA

COUNTY OF POLK

30<sup>th</sup> The foregoing instrument was acknowledged before me this day of October, 2001, by LARRY JOHNSON, who is personally known to me or who has produced as identification.



  
Notary Public  
State of Florida at Large

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IT'S A KEAPER AUTO SALES, INC.

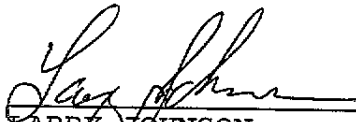
Pursuant To Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST that IT'S A KEAPER AUTO SALES, INC., desiring to organize under the laws of the State of FLORIDA, with its principle office, as indicated in the Articles of Incorporation, in the City of Auburndale, State of Florida, has named LARRY JOHNSON, LOCATED AT 1057 HIGHWAY 92, WEST, SUITE B, AUBURNDALE, STATE OF FLORIDA 33823, as its Agent to accept Service of Process within this State.

ACKNOWLEDGEMENT:

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.

BY:

  
LARRY JOHNSON  
Registered Agent

FILED  
2001 NOV -1 PM 12:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA