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LAW OFFICES

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January 3, 2002

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

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-01/07/02--01046--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Partspeed.Com

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced entity along with our check for seventy (\$70.00), the fee for filing said document.

Please file the Articles of Incorporation with the Secretary of State on the date of delivery or as soon thereafter as possible and return confirmation documentation U.S. Mail at your earliest opportunity. I have enclosed a self stamped, addressed envelope for your convenience.

If you need further information, please do not hesitate to contact me.

Very truly yours,

*Michael Kahn*

Michael Kahn

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TALLAHASSEE, FLORIDA  
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/hhc

cc: Client

enclosures: as stated

*Michael* GAVE  
AUTHORIZATION BY PHONE TO  
CO: *Saffix*  
DATE *1-10-02*  
VOL. *70*

F. CHESSEY JAN 10 2002

## ARTICLES OF INCORPORATION

I, THE UNDERSIGNED, do hereby execute these Articles of Incorporation for the purposes of forming and becoming a corporation for profit under the Florida General Corporation Act, and do hereby certify that I have become such a corporation under and pursuant to the following Articles of Incorporation.

### ARTICLE I - NAME

The name of this corporation is Partspeed.com, Inc.

### ARTICLE II - DURATION

The term of existence of the Corporation is perpetual.

### ARTICLE III - PURPOSE

The general purpose for which the Corporation is organized is any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes (2000).

### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of capital stock with a par value of one dollar (\$1.00) per share. These shall be designated "Common Shares". The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at

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any particular time.

#### ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Board of Directors of the corporation shall consist of at least one (1) member.

The name and address of the first Board of Directors is:

Karen A. Brooks  
1525 Hilltop Lane  
Merritt Island, FL 32952

#### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 1525 Hilltop Lane, Merritt Island, Florida 32952 and the name of the initial registered agent of this corporation is Karen A. Brooks.

#### ARTICLE VIII - INCORPORATOR

The name and address of the initial incorporator, who is signing these Articles is:

Karen A. Brooks  
1525 Hilltop Lane  
Merritt Island, FL 32952

IN WITNESS WHEREOF, the undersigned incorporator has made,  
subscribed and acknowledged these Articles of Incorporation on this  
2<sup>nd</sup> day of January, 2002.

  
Karen Brooks

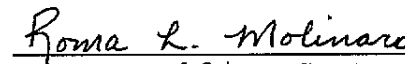
STATE OF FLORIDA

COUNTY OF BREVARD

BEFORE ME, the undersigned authority, this day personally  
appeared KAREN A. BROOKS to me well known and known to me to be the  
person described in and who executed the foregoing Articles of  
Incorporation, and she acknowledged, before me, that she executed  
the same and subscribed to the same for the purpose therein  
expressed.

WITNESS my hand and official seal at Melbourne, Brevard  
County, Florida, this 2<sup>nd</sup> day of January, 2002.

(Notarial Seal)

  
Notary Public, State of Florida



**CERTIFICATE DESIGNATING REGISTERED AGENT UPON  
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE**

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

FIRST, that Partspeed.com, Inc. Corporation qualified to do business under the laws of this State, with its principal office at 1525 Hilltop Lane, Merritt Island, FL 32952 appointed Karen Brooks as its agent to accept service of process within the State.

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby comply with the provisions of said Act relative to keeping open said office.

  
Karen Brooks  
Registered Agent

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