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ACCOUNT NO. : 072100000032

REFERENCE : 486863 9798A

AUTHORIZATION :

COST LIMIT : \$ 78.75

FILED
2002 MAR 21 PM 3:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

ORDER DATE : March 21, 2002

ORDER TIME : 12:59 PM

ORDER NO. : 486863-005

CUSTOMER NO: 9798A

CUSTOMER: Harlan L. Paul, Esq
James Zimmerman Paul &
Huddleston, LLP
Po Box 208

Deland, FL 32721-0208

100005100501--0

DOMESTIC FILING

NAME: HOOD AUTOMOTIVE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY.

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

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DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA
3/21/02

**ARTICLES OF INCORPORATION
OF
HOOD AUTOMOTIVE, INC.**

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ARTICLE I

Name

The name of the corporation is HOOD AUTOMOTIVE, INC.

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

Purposes

The general nature of the business to be conducted and transacted by this Corporation is any lawful business.

ARTICLE IV

Capital Stock

The maximum number of shares of capital stock of this Corporation is authorized to have outstanding at any time is ONE HUNDRED (100) shares of common stock, at \$10.00 par value. All such stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

The Capital Stock shall be sold, assigned, issued and transferred in accordance with the by-laws as the Corporation upon all of its capital stock for any indebtedness which may, at any time be due by the holder of the same to the said Corporation, and which shall be a lien thereon superior to all other liens or claims of every character, and all assignments or transfers of stock of this Corporation shall be subject thereof. The common stock of this

Corporation shall be the voting stock of the Corporation.

ARTICLE V

Principal Office and Registered Agent

The principal place of business of the corporation is at 1023 N. Woodland Boulevard, Deland, FL 32720. The initial registered office is at 1023 N. Woodland Boulevard, DeLand, FL 32720. The name of the initial registered agent at that address is Charles E. Hood.

ARTICLE VI

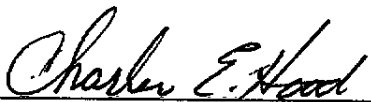
Directors

The number of directors constituting the board of directors is one, and the name and address of the person who is to serve as a member thereof is as follows:

Charles E. Hood,	1023 N. Woodland Blvd.
President, Vice-President, Secretary and Treasurer	Deland, Florida 32720

The number of directors may be changed from time to time by the bylaws.

IN WITNESS WHEREOF, the undersigned President hereby executes and acknowledges these Articles this 20 day of March, 2002.



Charles E. Hood

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS**

Pursuant to Section 48.091, Florida Statutes, HOOD AUTOMOTIVE, INC., hereby designates CHARLES E. HOOD, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

HOOD AUTOMOTIVE, INC.

Charles E. Hood

BY: Charles E. Hood

ITS: President

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of HOOD AUTOMOTIVE, INC., for services of process within the State of Florida.

Charles E. Hood

Typed Name: Charles E. Hood

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