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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

William Watson Trick, Jr. P.A.

Attorney & Counselor at Law

02 APR 25 AM 10:00

1216 East Atlantic Boulevard
Suite 7
Pompano Beach, Florida 33060
Telephone: (954) 942-9774
Facsimile: (954) 942-9223

April 24, 2002

Florida Department of State
DIVISION OF CORPORATIONS
409 East Gaines Street
Tallahassee, Florida 32301

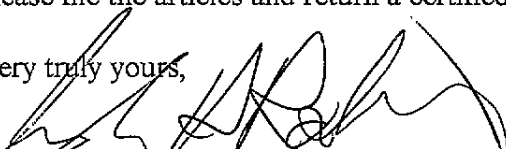
Re: Articles of Incorporation
American Automotive Distributors, Inc.

Dear Sir/Madam:

Enclosed herewith please find our Operating account check #1980 in the amount of \$78.75, together with the original and one copy for certification of the Articles of Incorporation for the above named entity.

Please file the articles and return a certified copy to this office.

Very truly yours,


Cindee H. Rodier, paralegal for
William Watson Trick, Jr.

/chr

encl.

Fed Ex Airbill #8290 5944 3095

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ARTICLES OF INCORPORATION

OF

AMERICAN AUTOMOTIVE DISTRIBUTORS, INC.

ARTICLE 1: CORPORATE NAME: The name of this corporation is **AMERICAN AUTOMOTIVE DISTRIBUTORS, INC.**

ARTICLE 2: PRINCIPAL OFFICE AND MAILING ADDRESS: The street address of the initial principal office and the initial mailing address of this corporation is 799 East Jeffery Street, Unit 412, Boca Raton, FL 33487.

ARTICLE 3: CORPORATE POWERS: This corporation shall have the power to engage in all transactions permitted by law, and shall otherwise have all powers and may engage in all business permitted by law.

ARTICLE 4: AUTHORIZED NUMBER OF SHARES: This corporation is authorized to issue one hundred shares (100) of common stock having no par value.

ARTICLE 5: INITIAL REGISTERED AGENT AND OFFICE: The street address of this corporation's initial registered office is 1216 East Atlantic Blvd., Suite 7, Pompano Beach, FL 33060. The name of the initial registered agent of this corporation at that address is William Watson Trick, Jr.

ARTICLE 6: INCORPORATOR: The name and address of the incorporator of this corporation is:

Ronald Lit
799 East Jeffery Street
Unit 412
Boca Raton, FL 33487

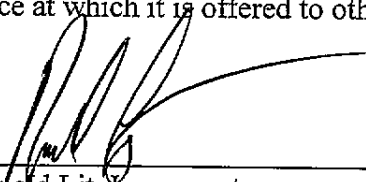
ARTICLE 7: INITIAL DIRECTOR: The name and address of the individual who is to serve as the initial director of this corporation are:

Ronald Lit
799 East Jeffery Street
Unit 412
Boca Raton, FL 33487

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ARTICLE 8: PREEMPTIVE RIGHTS: Every shareholder, upon the issuance 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 prorata share thereof based upon the proportion of shares which such shareholder holds to the total issued and outstanding shares prior to the new offering at the price at which it is offered to others.

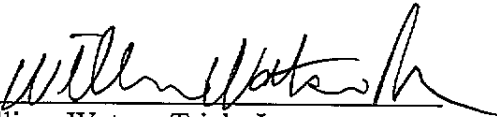


Ronald Lit, Incorporator

4/23/02

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



William Watson Trick, Jr.

4/23/02

Date