

CONDON & ASSOCIATES, P.A.
ATTORNEYS AT LAW

Robert P. Condon
Christopher A. Ferry
Galen M. Novotny

134 West Government Street
Pensacola, Florida 32501
Telephone: (850) 436-7710
Facsimile: (850) 436-7688

May 30, 2002

PO2000062256

Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
5/30/02

FILED
02 JUN -5 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re : Kreative Custom Karz, Inc.

800005691858--6
-06/05/02--01017--016
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed is the original Articles of Incorporation for Kreative Custom Karz, Inc., the Registered Agent Designation and an additional copy of the Articles along with the \$78.75 filing fee.

Please send a certified copy of the Articles of Incorporation c/o Condon & Associates, P.A., 134 West Government Street, Pensacola, FL 32501.

Thank you.

Sincerely,



Jessica Mason
For the Firm

/jm
Enclosures

ARTICLES OF INCORPORATION
OF
KREATIVE CUSTOM KARZ, INC.

FILED
02 JUN -5 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, acting hereby as Incorporator for the purpose of forming a Corporation for profit under the provisions of Section 607, Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

EFFECTIVE DATE
5/30/02

ARTICLE I

NAME AND PRINCIPAL OFFICE OF CORPORATION

The name of the corporation is Kreative Custom Karz, Inc., and its principal office is located at 6 Hancock Street, Pensacola, Florida 32503, and its mailing address is the same.

ARTICLE II

PURPOSES

The general nature and purposes of the business to be transacted, promoted, and carried on by the corporation are as follows:

- A. To engage in every aspect of custom car modifications and related services necessary and incidental thereto, and in all fields of specialization as are engaged in by duly authorized to conduct such business within the State of Florida.
- B. To engage and render the custom automotive services involved only through its officers, agents, and employees who shall be in good standing and are duly licensed or otherwise legally authorized within the State of Florida to render the same service as this corporation.
- C. To invest its funds in real estate, mortgages, stocks, bonds and any other types of investments permitted by law.

C. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

A. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock at One Dollar & 00/100 (\$1.00) per share per value.

B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

C. Shares of the corporation's stock and certificates shall be issued only to officers, agents, and employees who shall be in good standing or otherwise legally authorized within the State of Florida to render the same service as this corporation.

ARTICLE IV

DURATION

This corporation shall exist perpetually, commencing upon the date of the execution of these Articles of Incorporation.

ARTICLE V

REGISTERED AGENT

The address of this corporation's initial registered office is 7880 La Nain Drive, Pensacola, FL, 32514, and the name of its initial registered agent at said address is Elija L. Mason..

ARTICLE VI

INCORPORATION

The name and address of the incorporator is Elija L. Mason, 7880 La Nain Drive, Pensacola, FL, 32514.

ARTICLE VII

BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of three (3) persons. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders. The names and addresses of the Board of Directors of this corporation are as follows:

- | | |
|---|--|
| 1. Elija L. Mason
7880 La Nain Drive
Pensacola, FL 32514 | 2. Robert M. Mitchell
3113 Cedarwood Village Place
Pensacola, FL 32514 |
| 3. Jeremiah D. Gable
8259 Continental Court
Pensacola, FL 32514 | |

ARTICLE VIII

INFORMAL ACTION OF SHAREHOLDERS

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporation records.

ARTICLE IX

SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, stockholder, agent or employee of this corporation becomes legally disqualified to render the services for which the corporation is organized, or accepts

employment that places restrictions or limitations on his continued rendering of such services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of services. The corporation shall forthwith, upon such disqualifications of any Shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE X

INFORMAL ACTION OF DIRECTORS

If all directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI

INDEMNIFICATION

The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by law.

ARTICLE XII

BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of the corporation shall be vested in the Board of Directors and Stockholders, provided that such amendment be in compliance with the laws of Florida governing a Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this ____ day of _____, 2002.

E. L. Mason

Elija L. Mason
Incorporator

FILED

02 JUN -5 PM 3:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

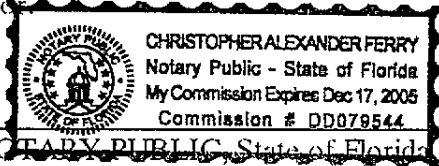
I, Elija L. Mason, am familiar with and hereby accept the appointment as Registered Agent for Kreative Custom Karz, Inc. as set forth in the Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 30th day of May, 2002.

E. L. Mason
Elija L. Mason

STATE OF FLORIDA
COUNTY OF ESCAMBIA

THE FOREGOING INSTRUMENT was acknowledged before me this 30th day of May, 2002, by Elija L. Mason, Incorporator.



NOTARY PUBLIC, State of Florida
My Commission Expires:

Christopher Alexander Ferry

Personally Known OR Produced Identification _____
Type of Identification Produced _____