

PO2000084959

David J. Stone  
609 Channing Drive  
Palm Harbor, FL 34684  
August 3, 2002  
(727) 773-1259

Florida Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

000006899760-0  
-08/05/02-01054-030  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

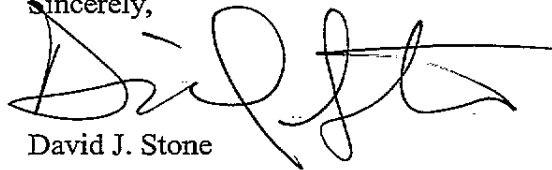
Dear Sir/Madame:

Please find enclosed the articles of incorporation for a new corporation, Stone Automotive Group, in addition to a check in the amount of \$70.00 to cover the filing fees.

If you have any questions, please feel free to call me at the number above.

Thank-you.

Sincerely,



David J. Stone

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Stacy adridge GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT corp. suffix  
DATE 8/6  
DOC. EXAM bm

bm 8/6 4

**ARTICLES OF INCORPORATION  
OF**

Stone Automotive Group, Inc.

The undersigned, acting as incorporator of a corporation under Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

FIRST: Name. The name of the corporation is Stone Automotive Group, Inc.

SECOND: Principal Office. The principal address of the corporation is:

609 Channing Drive  
Palm Harbor, FL 34684

THIRD: Duration. The period of its duration is perpetual.

FOURTH: Purpose. The purpose for which the corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

FIFTH: Shares. The aggregate number of shares which the corporation will have authority to issue is 150 (one hundred fifty) shares of common stock, each share with a par value of \$1.00 (one dollar).

SIXTH: Initial Officers. The name and address of the initial officer is:

David J. Stone (President)  
609 Channing Drive  
Palm Harbor, FL 34684

SEVENTH: The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

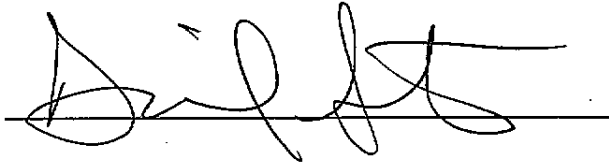
David J. Stone  
609 Channing Drive  
Palm Harbor, FL 34684

EIGHTH: The name and address of the incorporator is:

David J. Stone  
609 Channing Drive  
Palm Harbor, FL 34684

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation August 3, 2002.



State of Florida

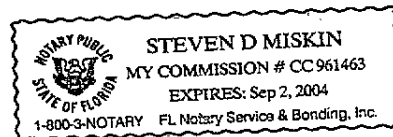
County of Pinellas:

The attached Articles of Incorporation for Stone Automotive Group<sup>Inc.</sup> were hereby acknowledged and sworn to before me August 3, 2002 by David J. Stone. David J. Stone is personally known to me.



Notary Public

My Commission Expires: 9-2-04

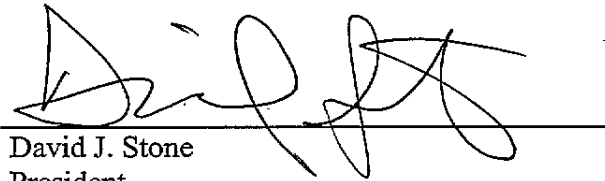


**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered agent/registered office in the State of Florida:

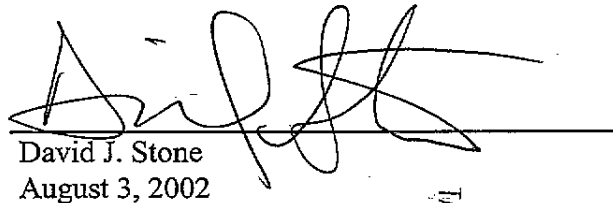
1. The name of the corporation is Stone Automotive Group, Inc.
2. The name and address of the registered agent and office is:

David J. Stone  
609 Channing Drive  
Palm Harbor, FL 34684



David J. Stone  
President  
August 3, 2002

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.



David J. Stone  
August 3, 2002

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA