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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

LOVE AUTOMOTIVE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
FLORIDA**

ARTICLE I: NAME

The name of the corporation shall be: LOVE AUTOMOTIVE, INC.

ARTICLE II - DURATION

The term of existence of this corporation is perpetual.

ARTICLE III: PURPOSE OF BUSINESS

This corporation is organized to engage in, or transact the business of automotive service and all business activities related thereto, and all other lawful business and/or activities for which corporations may be incorporated under the laws of the United States of America, The Florida General Corporation Act, the State of Florida, and/or any other state, country, territory, or nation.

ARTICLE IV: PRINCIPAL OFFICE

The principal mailing address of this corporation shall be:

1615 CR 951
Naples, FL 34116

ARTICLE V: CAPITAL STOCK

The aggregate number of shares which this corporation has the authority to issue and have outstanding at any one time is One Thousand (1,000), all of which shall be common voting shares having a par value of One (\$1.00) Dollar each. This stock shall be issued in accord with the requirements of Section 1244 of the Internal Revenue Code.

ARTICLE VI: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Alan D. Love
1615 CR 951
Naples, FL 34116

ARTICLE VII: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Alan D. Love
1615 CR 951
Naples, FL, 34116
TEL: (239) 455-5124

Prepared in accordance with the instructions/information provided by the Incorporator to:

J. & K Associates, Inc.
2681 Airport Road So., Suite C-101
Naples, FL 34112
TEL: 239-775-8822 & FAX: 239-775-5075

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall initially have One (1) Director, which maybe increased from time to time through appropriate changes in the By-Laws, but, the number of Directors shall never exceed Five (5) Directors.

ARTICLE VIII: GENERAL PROVISIONS

(A) The private property of the stockholder(s) shall not be subject to the payment of any corporate debts to any extent whatsoever.


(B) Subject to the provisions and conditions of this Article, the corporation shall have the full power and lawful authority to accept property, labor and services in payment for shares of its capital stock in lieu of cash, at a fair market valuation to be fixed by its board of directors.

(C) A Director and/or Officer of the corporation may transact business, borrow, lend or otherwise deal or contract with the corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States of America.

(D) The corporation shall indemnify each director and officer of the corporation against all or any portion of any expenses reasonably incurred by him/her in connection with or arising out of any action, suit or proceeding in which he/she may be involved, by reason of he/she being or having been a director or officer of the corporation [whether or not he/she continues to be a director or officer at the time of incurring such expense(s)], to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and the United States of America.

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the these Articles of Incorporation.

The undersigned has executed these Articles of Incorporation this 30th day of January, 2003.


Alan D. Love, Incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.325, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

LOVE AUTOMOTIVE, INC.
1615 cr 951
Naples, FL 34116

2. The name and address of the registered agent and office is:

Name: Alan D. Love
Address: 1615 CR 951
Naples, FL 34116
TEL: 239-455-5124

3. Authorized by:

Title: Incorporator,
Signature: Alan Love
Date: January 30, 2003

HAVING BEEN DESIGNATED IN THE ARTICLES OF INCORPORATION AS THE REGISTERED AGENT OF THE ABOVE-NAMED CORPORATION 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 AND TO COMPLY WITH THE PROVISIONS OF THE FLORIDA GENERAL CORPORATION ACT IN ALL RESPECTS.

Signature: Janice Love

Date: January 30, 2003