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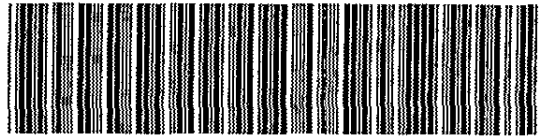
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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6/6/03

LEON A. WILLIAMSON, JR.

ATTORNEY AT LAW

2515 E. HANNA AVENUE
TAMPA, FLORIDA 33610

POST OFFICE BOX 2022
TAMPA, FLORIDA 33601-2022

TELEPHONE: (813) 775-3203
FACSIMILE: (813) 238-8490
e-mail: leonwill@gte.net

ALSO ADMITTED
IN TEXAS

May 28, 2003

Via Federal Express

Florida Secretary of State
Corporation Division
New Filing Section
George Firestone Building
409 E. Gaines Street
Tallahassee, Florida 32399

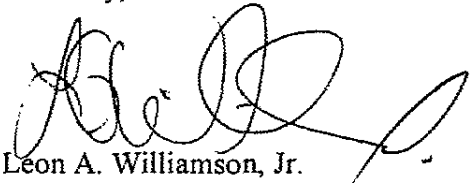
RE: Sam Meeke Auto Wholesale, Inc.

To Whom It May Concern:

Enclosed are an original and copy of the Articles of Incorporation of Sam Meeke Auto Wholesale, Inc. Also enclosed is my Trust Account check in the amount of \$78.75 for the filing fee and Certificate of Incorporation. I would appreciate your file stamping the copy enclosed herewith, and returning it, along with a Certificate of Incorporation, to me.

If you have any questions, please do not hesitate to contact me.

Sincerely,



Leon A. Williamson, Jr.

enclosure

cc: Samuel T. Meeke (w/ enclosures)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
SAM MEEKE AUTO WHOLESALE, INC.

In compliance with the requirements of Florida Statutes Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Sam Meeke Auto Wholesale, Inc.

ARTICLE II

The existence of the Corporation shall begin on the date of the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III

The address of the principal office of the Corporation is 2706 Azeele Street, Tampa, Florida, 33609.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000.00, all of which shall be Common Shares which shall have a par value of \$1.00 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 2515 E. Hanna Avenue, Tampa, Florida, 33610. The initial registered agent for the Corporation at that address is Leon A. Williamson, Jr.

ARTICLE VI

The initial Board of Directors shall consist of one (1) member(s). The name and address of the individual who will serve on the initial Board of Directors is as follows:

Samuel T. Meeke
2706 Azelee Street
Tampa, Florida, 33609

The number of members of the Board of Directors may be increased or decreased by adoption of bylaws, and the number thereof may be increased or decreased from time to time by amendment thereto, however, there shall always be at least one member of the Board of Directors.

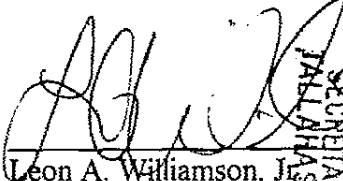
ARTICLE VII

The name and street address of the person signing these Articles of Incorporation is Leon A. Williamson, Jr., and his address is 2515 E. Hanna Ave., Tampa, Florida, 33610.

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by applicable law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20th day of May, 2003.

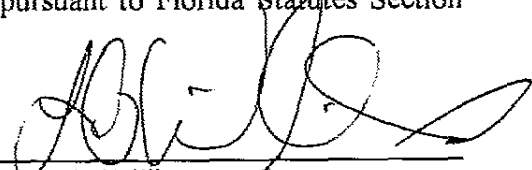


Leon A. Williamson, Jr.
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Sam Meeke Auto Wholesale, Inc. at the place designated in the Articles of Incorporation, the undersigned accepts said designation, and further being familiar with the obligations of that position pursuant to Florida Statutes Section 607.0501(3) accepts the obligations set forth in said Statute.

Date: May 28, 2003



Leon A. Williamson, Jr.