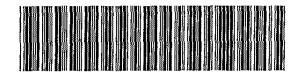
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## GLOBAL BUSINESS & TAX SERVICE

212 KRIDER RD SANFORD, FL 32773 407-328-7114

July 3, 2003

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS PO BOX 6327 TALLAHASSEE, FL 32314

RE: DOWNTOWN MOTOR ENTERPRISES, INC.

Dear Sir or Madam:

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION, TOGETHER WITH MY CHECK FOR \$78.75.

THIS REPRESENTS THE COST OF FILING FEES, CERTIFIED COPY OF THE ARTICLES OF INCORPORATION AND FEE FOR REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

Sincerely,

JUDITH A LONG ACCOUNTANT

DOWNTOWN MOTOR ENTERPRISES, INC

219 S ORANGE BLOSSOM TRAIL ORLANDO, FL 32805

#### ARTICLES OF INCORPORATION OF DOWNTOWN MOTOR ENTERPRISES, INC.

College Property of the Proper THE UNDERSIGNED ACTING AS THE INCORPORATORS OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION:

ARTICLE 1 - CORPORATE NAME

THE NAME OF THE CORPORATION IS:

DOWNTOWN MOTOR ENTERPRISES, INC.

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO FLORIDA LAW.

#### ARTICLE III PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF ENGAGING IN ANY ACTIVITES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

#### ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE 1000 SHARES OF COMMON STOCK, PAR VALUE \$ 0.00 PER SHARE.

ARTICLE V - INITIAL PRINCIPAL OFFICE

THE STREET ADDRESS OF THE INITIAL PRINCIPAL OFFICE AND , IF DIFFERENT, THE MAILING ADDRESS IS:

> 219 S ORANGE BLOSSOM TRAIL ORLANDO, FL 32805

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE AND THE NAME OF THE INITIAL REGISTERED AGENT AT THE OFFICE IS:

> **ROBERTO ROBERTS** 219 S ORANGE BLOSSOM TRAIL + ORLANDO, FL 32805

#### ARTICLE VII INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ONE (2) DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TINME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE NAMES AND ADDRESSES OF THE INITIAL DIRECTOR(S) OF THE CORPORATION ARE AS FOLLOWS:

ROBERTO ROBERTS 219 S ORANGE BLOSSOM TRAIL ORLANDO, FL 32805

BARRIE M WARNER 219 S ORANGE BLOSSOM TRAIL ORLANDO, FL 32805

#### ARTICLE VIII INCORPORATORS

THE NAMES AND ADDRESSES OF THE INCORPORATORS SIGNING THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

ROBERTO ROBERTS 219 S ORANGE BLOSSOM TRAIL ORLANDO, FL 32805

THE UNDERSIGNED INCORPORATOR(S) HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 31<sup>ST</sup> DAY OF JULY, 2002.

### CERTIFICATE OF DESIGNATION REISTERED AGENT/REGISTERED OFFICE

#### DOWNTOWN MOTOR ENTERPRISES, INC.

PURSUANT TO FLORIDA STATUES SECTIONS 48.091, THE FOLLOWING IS SUBMITTED:

THE ABOVE CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION

AT 219 S ORANGE BLOSSOM TRAIL ORLANDO, FL 32805

HAS NAMED ROBERTO ROBERTS, LOCATED AT THE AFORESAID ADDRESS AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

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.

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