

**Electronic Articles of Incorporation
For**

P03000085750
FILED
August 06, 2003
Sec. Of State

HENLEY MOTOR GROUP, INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

HENLEY MOTOR GROUP, INC

Article II

The principal place of business address:

2014-2 WEST BEAVER STREET
JACKSONVILLE, FL. 32209

The mailing address of the corporation is:

2014-2 WEST BEAVER STREET
JACKSONVILLE, FL. 32209

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10,000

Article V

The name and Florida street address of the registered agent is:

LESLIE S FRONCZAK
9170 LATIMER ROAD WEST
JACKSONVILLE, FL, FL. 32257

I certify that I am familiar with and accept the responsibilities of registered agent.

**P03000085750
FILED
August 06, 2003
Sec. Of State**

Registered Agent Signature: LESLIE S FRONCZAK

Article VI

The name and address of the incorporator is:

CHARLES F HENLEY III
8221 HALL LANE
ST AUGUSTINE, FL 32092

Incorporator Signature: CHARLES F HENLEY III

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
CHARLES F HENLEY III
8221 HALL LANE
ST AUGUSTINE, FL. 32092

Article VIII

The effective date for this corporation shall be:

08/06/2003