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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

October 10, 2003

James R. Pennell
3400 Cove Cay Dr, #2A,
Clearwater, Fl 33760

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

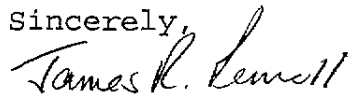
SUBJECT: AFTERMARKET RADIATOR SALES INC.

Please find enclosed the original and a copy of the Articles of Incorporation for Aftermarket Radiator Sales Inc..

Please find also a check in the amount of \$70.00 to cover the fees of incorporation.

As registered agent for this corporation, you may contact me if necessary at 727-709-7992.

Sincerely,



James R. Pennell
Registered Agent

FILED

03 OCT 16 AM 3:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR
AFTERMARKET RADIATOR SALES INC.

ARTICLE I: NAME

The name of this corporation shall be AFTERMARKET
RADIATOR SALES INC..

ARTICLE II: PURPOSE

This corporation is organized for the purpose of transacting
any and all lawful business within the State of Florida or else-
where, and to have, use, exercise, and enjoy all of the general
powers of like corporations, under Chapter 607 of the Florida
Statutes.

ARTICLE III: DURATION

The corporation shall have perpetual existence.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00
par value common stock, which shall be designated as "Common
Shares".

ARTICLE V: PRINCIPAL PLACE OF BUSINESS

The principal office address of the corporation shall be 3400 Cove Cay Dr, #2A, Clearwater, Fl 33760, and other offices, agencies and branches at such places as may be designated by the stockholders.

ARTICLE VII: DIRECTORS

The Board of Directors of this corporation shall consist of one or more members, and the exact number thereof to be fixed by the bylaws of said corporation.

The initial Board of Directors are:

James R. Pennell, President/Secretary
3400 Cove Cay Dr, #2A, Clearwater, Fl 33760

Joseph R. Pennell, Vice President/Treasurer
2700 Cove Cay Dr, #6E, Clearwater, Fl 33760

ARTICLE IX: REGISTERED AGENT

The initial designation of the registered office of the corporation shall be 3400 Cove Cay Dr, #2A, Clearwater, Fl 33760. The Registered Agent shall be James R. Pennell.

Pursuant to Florida Statutes 607.164, having been named to accept process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By James R. Pennell
James R. Pennell
Registered Agent

ARTICLE XI: INCORPORATOR

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

I the undersigned subscribing incorporator have executed these Articles of Incorporation this 13 day of OCTOBER, 2003.

James R. Pennell
James R. Pennell