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FLORIDA PROFIT CORPORATION OR P.A.

champion auto reconditioning, inc.

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**ARTICLES OF INCORPORATION
OF**

CHAMPION AUTO RECONDITIONING, INC.

The undersigned, acting as incorporator of CHAMPION AUTO RECONDITIONING, INC. under Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is of CHAMPION AUTO RECONDITIONING, INC. (the "Corporation").

ARTICLE II. MAILING ADDRESS AND OFFICE

The street address of the initial principal office and the mailing address of the Corporation is 12513 Lakeridge Circle, Clermont, Florida 34711.

ARTICLE III. REGISTERED AGENT NAME & ADDRESS

The name of the Registered Agent of the Corporation is Anthony Ricuzi, and the mailing address of the Registered Agent is 12513 Lakeridge Circle, Clermont, Florida 34711.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. COMMENCEMENT OF EXISTENCE & PURPOSE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation. The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE VI. PREEMPTIVE RIGHTS

No preemptive rights are granted to the shareholders of the Corporation.

ARTICLE VII. INCORPORATOR

The name and mailing address of the incorporator is:

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Anthony Rienzi
12513 Lakeridge Circle
Clermont, Florida 34711

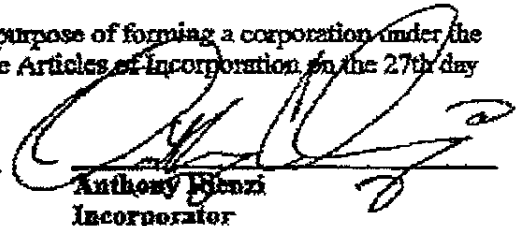
ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

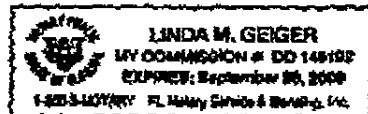
The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.


The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 27th day of October, 2003.


Anthony Rienzi
Incorporator

STATE OF FLORIDA
COUNTY OF LAKE }

This instrument was acknowledged before me on October 27, 2003, by ANTHONY RIENZI, as Incorporator for of CHAMPION AUTO RECONDITIONING, INC., a Florida corporation, who is personally known to me or who produced _____ as identification.




Notary Public
Printed Name: LINDA M. GEIGER
My Commission Expires: 9/20/09

**CERTIFICATE OF ACCEPTANCE
OF
APPOINTMENT BY RESIDENT AGENT**

TOTAL P.04

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In the matter of CHAMPION AUTO RECONDITIONING, INC., a Florida corporation,

I, ANTHONY RIENZI, hereby state that on October 27, 2003, I accepted the appointment as Registered Agent for the above named business entity.

The mailing and street address of the Registered Agent of the Corporation is 12513 Lakeridge Circle, Clermont, Florida 34711.

Dated this 27th day of October, 2003.

By

ANTHONY RIENZI

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