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SECURITY
COMMISSION



Jack Locklin, Jr.
Board Certified
Real Estate Attorney

Angela J. Jones

Daniel P. Saba

December 4, 2003

Via facsimile – (850)245-6804

ATTN: DALE WHITE
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: G & B ENTERPRISES OF PENSACOLA, INC.

Dear Sir/Madam:

Per our telephone conversation, attached to this letter are an executed copy and one copy of the Articles of Incorporation of G & B ENTERPRISES OF PENSACOLA, INC., and an executed copy and one copy of the Certificate Designating the Resident Agent. I previously submitted the Articles of Incorporation in the name of G & B Enterprises, Inc, along with a check in the amount of \$78.75 in payment of the following fees:

Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy	8.75
Total	\$ 78.75

Please file these documents and certify and return the copies of the enclosed Articles of Incorporation and Resident Agent Certification.

Yours very truly,

Daniel P. Saba

DPSph

Attachments – Articles of Incorporation,
Certificate of Designation

ARTICLES OF INCORPORATION
OF
G & B ENTERPRISES OF PENSACOLA, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of this corporation is: **G & B ENTERPRISES OF PENSACOLA, INC.,**

ARTICLE II

The term of existence of the corporation is perpetual.

ARTICLE III

The purpose of this corporation is to provide automotive repair services and any and all other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Each shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price of which it is offered to others.

ARTICLE VI - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8812 North Palafox Street, Pensacola, Florida 32534, and the name of the initial registered agent of this corporation at that address is **Bert Waldrop**. The principal office is 8812 North

Palafox Street, Pensacola, Florida 32534.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have four directors, initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

NAME

ADDRESS

Bert Waldrop

**8812 North Palafox Street
Pensacola, Florida 32534**

Grant Friedrich

**8812 North Palafox Street
Pensacola, Florida 32534**

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is **Bert Waldrop, 8812 North Palafox Street, Pensacola, Florida 32534.**

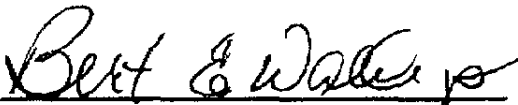
ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation to be effective on the 9 day of December, 2003.


Bert Waldrop

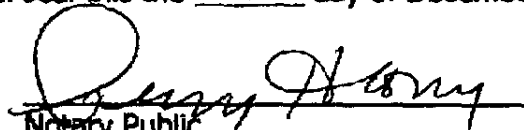
STATE OF FLORIDA
COUNTY OF SANTA ROSA

BEFORE ME the undersigned Notary Public in and for the State of Florida at large, personally appeared **Bert Waldrop**, to me well known and known to me to be the individual described in or who presented Florida drivers license as identification, and who executed the foregoing Articles of Incorporation of **G & B ENTERPRISES OF PENSACOLA, INC.**, and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

GIVEN under my hand and official seal this the 9th day of December, 2003.



Penny Hancy
Commission # 010042263
Expires Aug 23, 2005
Santa Rosa County
Atlantic Bonding Co., Inc.


Notary Public
My commission expires: _____

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

G & B ENTERPRISES OF PENSACOLA, INC., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 8812 North Palafox Street, Pensacola, Florida 32534, has named **Bert Waldrop** of 8812 North Palafox Street, Pensacola, Florida 32534, as agent to accept service of process within the state.

G & B ENTERPRISES OF PENSACOLA, INC.

BY:

Bert E. Waldrop
Bert Waldrop

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.

Bert E. Waldrop
Bert Waldrop

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TALLAHASSEE FLORIDA