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American Institute of Certified Public Accountants

Florida Institute of Certified Public Accountants J.P. SPILLANE, Certified Public Accountant 12788 W. Forest Hill Blvd., Suite 2005 Wellington, FL 33414 Office (561) 790-1488 Fax (561) 790-6830

January 27, 2004

Secretary of State Corporation Records Bureau Department of State P. O. Box 6327 Tallahassee, FL 32314

To Whom It May Concern:

Please see enclosed original and copy of Articles of Incorporation for Good Fellas Auto Accessories, Inc.

Also please see enclosed check in the amount of \$70.00 to cover the costs of incorporation fees of said corporation.

If there are any questions regarding this corporation, please call the number listed.

Thank You.

Sincerely,

Spizilane, C. P. A.

JPS:olm

FILED

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together the A 9.52 purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, PFFFF LAMASSEE, FLORIDA and immunities of corporations for profit.

ARTICLE I, NAME

The name of this corporation shall be:

Good Fellas Auto Accessories, Inc.

ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred shares of common stock, of one dollar par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than one hundred dollars.

ARTICLE V, TERM OF EXISTENCE

The corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in the State of the principal office of the corporation shall be: 118 Park Road North
Royal Palm Beach, FL 33411

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This corporation shall have (1) Director initially.

The number of directors may be either increased or diminished by the by-laws adopted by the shareholders but shall never be less than one. The name and address of the initial Director of this Corporation is:

> Michael Becht 118 Park Road North Royal Palm Beach, FL 33411

> ARTICLE VIII, INCORPORATORS

The name and address of the incorporator is:

Michael Becht 118 Park Road North Royal Palm Beach, FL 33411

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors and 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 shareholder is subject to this reservation.

ARTICLE XI, SUB CHAPTER S CORPORATION

This corporation may be a sub-chapter S corporation as defined by the Internal Revenue Code.

ARTICLE XII, REGISTERED AGENT AND OFFICE

The Registered Agent, Michael Becht, accepts this position signed below:

Michael Becht

The registered office will be located at 118 Park Road North, Royal Palm Beach, FL 33411.

Michael Becht

In witness whereof, the undersigned, as subscribing incorporator, has hereinto set his hand and seal this 27th day of January 2004, for the purpose of forming this corporation under the Laws of the State of Florida, and hereby make and file, in the office of the Secretary of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

Michael Bech

Michael Becht

Sworn to and subscribed before me this 27th day of January,

2004, by Michael Becht who is personally known to me or

who produced a ______ as identification.

RICHARD J. PARKMAN, SR.

MY COMMISSION # DD 025654

EXPIRES: July 2, 2005

1-800-5-NOTARY FL Notary Bervice & Bonding, Inc.

(Seal)

Notary Public, State of Florida

Richard J. Parkman, Sr.

2004 FEB 1 b A 9: 52 SECRETARY OF STATE