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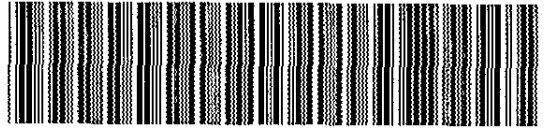
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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BC 4/27

WILLIAM M. HOLLAND, JR.

ATTORNEY AT LAW

4815 E. BUSCH BLVD., SUITE 101
TAMPA, FLORIDA 33617-6050

Phone: (813) 988-9894

Fax: (813) 988-9891

April 27, 2004

Department of State
Division of Corporations

Attention: Bobbi Cox, Administrator

Corporate Filings

P.O. Box 6327

Tallahassee, Florida 32314

FAX 850/245-6804

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TALLAHASSEE, FLORIDA

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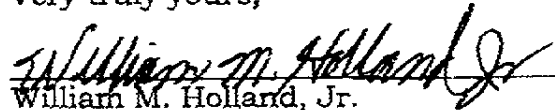
Re: Articles of Incorporation of Automax of Hillsborough County, Inc.

Gentlemen/Ladies:

Pursuant to our telephone conversation on behalf of George Roger Hubbard I enclose the executed Articles of Incorporation for the captioned corporation. Your office received the filing fee in July, 2002.

Please acknowledge the receipt and filing of these Articles of Incorporation as soon as possible. My Fax number is: (813) 988-9891.

Very truly yours,


William M. Holland, Jr.

WMHjr/kh
enclosures

ARTICLES OF INCORPORATION
OF
AUTOMAX OF HILLSBOROUGH COUNTY, INC.

FILED
2000 APR 27 A 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the incorporator and the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, do hereby present these Articles of Incorporation, to become a corporation under the laws of the State of Florida, and do hereby accept all of the rights, privileges, benefits and obligations conferred by said laws and do hereby adopt the following Articles of Incorporation as the Charter of the corporation hereby organized.

ARTICLE I - NAME

The name of the corporation shall be:

AUTOMAX OF HILLSBOROUGH COUNTY, INC.

ARTICLE II - GENERAL NATURE OF THE BUSINESS

The nature of the business, or objects or purpose to be transacted, promoted or carried on are:

1. To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.
2. The primary purpose of the corporation will be buying, selling, leasing and transporting motor vehicles and the furnishing of products and services affiliated with and/or related thereto and transacting any and all business necessary and/or related thereto.

ARTICLE III - CAPITAL STOCK AUTHORIZED

The amount of capital stock authorized shall consist of Seven Thousand Five Hundred (7,500) shares of common voting stock, fully paid, and non-

assessable, having a par value of One Dollar (\$1.00) per share, payable in lawful money of the United States of America. The capital stock of the corporation may at any time be increased or decreased as provided by the laws of the State of Florida.

ARTICLE IV - BEGINNING CAPITAL

The amount of capital with which this corporation will begin business is One Thousand Dollars (\$1,000.00), or in excess thereof.

ARTICLE V - TERM OF EXISTENCE

This corporation shall begin existence at the time and date of filing of the Articles of Incorporation with the State of Florida. This corporation shall have perpetual existence.

ARTICLE VI - LOCATION

The initial address of the principal office of this corporation in the State of Florida shall be:

4815 E. Busch Boulevard, Suite 101
Tampa, Florida 33617-6050

or at such other place either within or without the State of Florida, as from time to time may be fixed by the Board of Directors.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one (1) or more directors. The number of directors may be increased from time to time by action taken in accordance with the By-Laws of the corporation.

ARTICLE VIII - NO SHAREHOLDER LIABILITY

The shareholders of this corporation shall not be personally liable for any debts or liabilities of the corporation unless and until such shareholder personally agrees to be liable in writing for a specified debt or liability.

ARTICLE IX - SUBSCRIBERS AND INCORPORATORS

The names and addresses of the subscribers and incorporators of this corporation are:

George Roger Hubbard
c/o William M. Holland, Jr.
4815 E. Busch Boulevard, Suite 101
Tampa, Florida 33617-6050

ARTICLE X - RESERVATION OF RIGHT TO AMEND, ALTER,
CHANGE OR REPEAL ARTICLES OF CORPORATION

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, all rights conferred on stockholders herein are granted are subject to this reservation.

ARTICLE XI - INITIAL REGISTERED AGENT
AND INITIAL REGISTERED OFFICE

Pursuant to Chapters 48 and 607, Florida Statutes, AUTOMAX OF TAMPA, INC., by its subscribing incorporator, desiring to organize the corporation named herein under the laws of the State of Florida, with its principal office as indicated in these Articles of Incorporation in the County of Hillsborough, State of Florida, has named its initial Registered Agent:

William M. Holland, Jr.
Attorney at Law
4815 E. Busch Blvd., Suite 101
Tampa, Florida 33617-6050

and designated its initial Registered Office as the same address as its Registered Agent.

IN WITNESS WHEREOF, I, an undersigned subscribing incorporator, have hereunto set my hand and seal this 27th day of April, 2004, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make, subscribe, acknowledge and file in the Office of the Secretary of the State of Florida, these Articles of Incorporation.


STATE OF FLORIDA
COUNTY OF HILLSBOROUGH



GEORGE ROGER HUBBARD
Subscribing Incorporator

BEFORE ME, the undersigned authority, this day personally appeared GEORGE ROGER HUBBARD, who acknowledged the execution and signing of the foregoing instrument; and who produced Id. Virginia license H163-316-49-368-D as identification or is personally known to me.

WITNESS my hand and seal in the County and State aforesaid, this 27th day of April 2004.




GEORGE ROGER HUBBARD

My commission expires



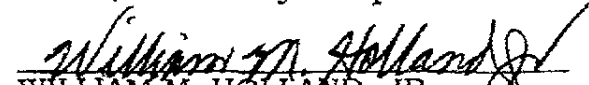
William M. Holland, Jr.
MY COMMISSION # DD241536 EXPIRES
August 13, 2007
BONDED THROUGH TROY FAIN INSURANCE, INC.



Notary Public, State of Florida at Large

ACKNOWLEDGEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as the initial Registered Agent for the above-stated corporation, at the address designated as the initial Registered Office in the Articles of Incorporation, WILLIAM M. HOLLAND, JR. hereby accepts the office of Registered Agent.



WILLIAM M. HOLLAND, JR.
4815 E. Busch Blvd., Suite 101
Tampa, Florida 33617-6050
AS REGISTERED AGENT