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PURE GOLD EXOTIC CARS, INC.

11495 66TH Street North
Largo, FL 33773
727-515-5897

June 16, 2004

Florida Department of State
Division of Corporations
409 E. Gain Street
Tallahassee, Florida 32329

Re: PURE GOLD EXOTIC CARS, INC.

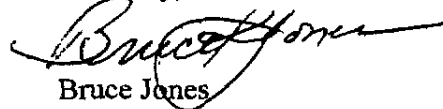
Dear Sir/Madam:

Enclosed for filing with the Secretary of State are the original Article of Incorporation for PURE GOLD EXOTIC CARS, INC.

Also enclosed is a check in the amount of \$78.75 for the filing fee, registered agent and certified copy. I have enclosed a self addressed stamped envelope for you to return the certified copy to my office.

If you have any questions, please feel free to contact me.

Sincerely,


Bruce Jones

Enclosures

**ARTICLES OF INCORPORATION
OF
PURE GOLD EXOTIC CARS, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of the Corporation ("Corporation") is **PURE GOLD EXOTIC CARS, INC.** and the principal address and principal place of business is 11495 66th Street North, Largo, FL 33773.

ARTICLE II - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

ARTICLE III - REGISTERED OFFICE AND AGENT

The address of its registered office in the State of Florida is 405 2ND STREET SOUTH, SUITE C, SAFETY HARBOR, FLORIDA 34695. The name of its registered agent at such address is VICTORIA P. BEHM, Esq.

ARTICLE IV - AUTHORIZED SHARES

The total number of shares of stock which the corporation is authorized to issue is Ten Thousand (10,000) and the par value of each of such shares is One Cent (\$0.01) per share, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V - BOARD OF DIRECTORS

The initial board of directors shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The name and address of the person who will serve on the initial board of directors is:

NAME

Bruce K. Jones

MAILING ADDRESS

11495 66th Street North
St. Petersburg, FL 33773

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In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the board of directors is expressly authorized to adopt, amend or repeal the bylaws of this corporation.

ARTICLE VI- AMENDMENTS

The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.

ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE VIII- INCORPORATOR

The name and address of the person signing these articles of incorporation is Bruce K. Jones, whose mailing address is 11495 66th Street North, Largo, FL 33773.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true and, accordingly, have hereto set his hand and seal this 14th day of June, 2004.

By: Bruce K. Jones
Bruce K. Jones
Incorporator

Acceptance of Registered Agent

Having been named to accept service of process for **PURE GOLD EXOTIC CARS, INC.**, at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Date: June 14, 2004

By: Victoria P. Behm, Esq.
Victoria P. Behm, Esq.
Registered Agent

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04 JUN 21 2004
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA