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(Requestor's Name)

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PICK-UP WAIT MAIL

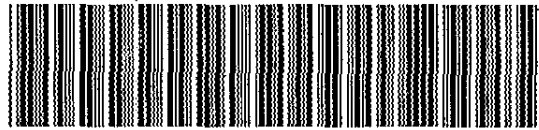
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA
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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: AllStar MuscleCar Parts, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Desma L. West
Name (Printed or typed)

665 Villa Grande Ave. So.
Address

St. Petersburg, FL 33707
City, State & Zip

727-397-1941
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION
OF
AllStar MuscleCar Parts, Inc.

ARTICLE I
CORPORATE NAME AND PRINCIPAL ADDRESS

The name of this corporation is AllStar MuscleCar Parts, Inc. and the initial principal address of the corporation is 665 Villa Grande Avenue South, St. Petersburg, Florida 33707.

ARTICLE II
NATURE OF BUSINESS AND POWERS

The general nature of the business transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV
TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V
REGISTERED AGENT, INITIAL REGISTERED OFFICE

The name of the registered agent of the corporation is Desma L. West. The address of the initial registered office is The Law Offices of Charles J. Morachnick, 9951 Seminole Boulevard, Seminole, Florida 33772.

The Board of Directors from time to time may move the registered office and/or the principal office to any other address in the State of Florida.

ARTICLE VI
BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or

diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII
INITIAL DIRECTOR

The name and address of the directors of this corporation are:

Albert C. West – 665 Villa Grande Avenue South, St. Petersburg, Florida 33707
Desma L. West – 665 Villa Grande Avenue South, St. Petersburg, Florida 33707

The persons named as initial directors shall hold office for the first year of existence of this corporation or until a successor is elected or appointed and has qualified, whichever is first.

ARTICLE VIII
INCORPORATOR

The name and street address of the person signing these Articles as the Incorporator is:

Desma L. West – 665 Villa Grande Avenue South, St. Petersburg, Florida 33707

ARTICLE IX
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, executed these Articles of Incorporation on August 25, 2004.

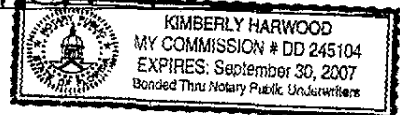
Sign: Desma L. West
Print: Desma L. West

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 25th day of August, 2004, by Desma L. West, who is personally known to me and who did take an oath.

NOTARY PUBLIC

Kimberly Harwood



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

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

AllStar MuscleCar Parts, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of St. Petersburg, County of Pinellas, State of Florida, has named Desma L. West located at Law Offices of Charles J. Morachnick, 9951 Seminole Boulevard, Seminole, Florida as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

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

Desma L. West

Desma L. West

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