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TALLAHASSEE FLORIDA

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THOMAS E. STONE  
ATTORNEY AT LAW  
P.O. BOX 292  
206 S. RANGE STREET  
MADISON, FLORIDA 32340  
(850) 973 6560

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2004 SEP -3 PM 3:27  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

September 1, 2004

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

Re: Articles of Incorporation  
Von's Automotive, Inc.

Dear Clerk:

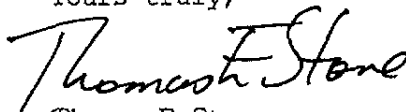
Please find for filing the following documents:

- A. Articles of Incorporation of Von's Automotive, Inc.
- B. Certificate of Designation of Registered Agent and Registered Office of Von's Automotive, Inc.

Also enclosed is my check in the amount of \$70.00 for the cost of filing these two documents.

Please file appropriately. Thank you for your cooperation in this matter. If any problems arise please call me collect at the telephone number above.

Yours truly,

  
Thomas E. Stone

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF  
INCORPORATION  
OF  
VON'S AUTOMOTIVE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be VON'S AUTOMOTIVE, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business of the corporation shall be at 1109 East Base Street, Madison, FL 32340, and the mailing address of this corporation shall be the same.

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is (100) one hundred. Such shares shall be of a single class and shall have a par value of \$10.00.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is JAMES L. VON RODEN, 7482 SE Farm Road, Lee, FL 32059.

ARTICLE V

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is as follows:

Name	Address
JAMES L. VON RODEN	7482 SE FARM ROAD LEE, FL 32059

ARTICLE VI

NO BOARD OF DIRECTORS

The corporation will have no Board of Directors but will instead be managed by its shareholders.

ARTICLE VII

PURPOSES

This corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE VIII

CORPORATE DURATION

The duration of the corporation is perpetual. The date of the commencement of the corporate existence is the date these articles of incorporation are filed with the office of the Secretary of State of the State of Florida.

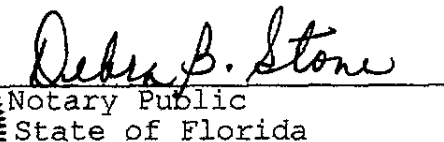
The undersigned incorporator has executed these Articles of Incorporation on this 31<sup>ST</sup> day of August, 2004.

  
JAMES L. VON RODEN

STATE OF FLORIDA  
COUNTY OF MADISON

The foregoing instrument was acknowledged before me, the undersigned authority, by JAMES L. VON RHODEN, to me personally ~~known or who produced~~ ~~as identification~~, on this 31<sup>ST</sup> day of August, 2004.



  
Notary Public  
State of Florida

CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT AND REGISTERED OFFICE  
OF  
VON'S AUTOMOTIVE, INC.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA  
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF  
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN  
DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE  
STATE OF FLORIDA.

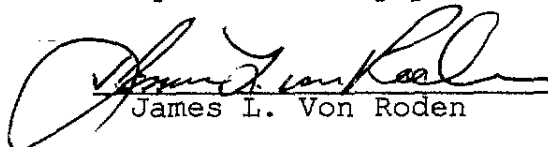
1. The name of the corporation is VON'S AUTOMOTIVE, INC.
2. The name and address of the registered agent and office  
is:

**JAMES L. VON RODEN**

**7482 SE Farm Road**

**Lee, Florida 32059**

Having been named as registered agent and to accept service  
of process for the above stated corporation at the place  
designated in this certificate, I hereby accept the appointment  
as registered agent and agree to act in this capacity. I further  
agree to comply with the provisions of all statutes relating to  
the proper and complete performance of my duties, and I am  
familiar with and accept the obligations of my position as  
registered agent.

  
James L. Von Roden

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FLORIDA