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01-01-05

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Document prepared by: Carol Borglum  
(4563)

From:

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No. of Pages 4

**FLORIDA PROFIT CORPORATION OR P.A.**

**CARS HOLDINGS, INC.**

|                       |         |
|-----------------------|---------|
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1-3-05/10

**ARTICLES OF INCORPORATION  
OF  
CARS HOLDINGS, INC.**

a Florida corporation

PURSUANT to the provisions of the Florida Business Corporation Act, the undersigned Sole Incorporator of CARS HOLDINGS, INC. (the "Corporation") hereby adopts the following Article of Incorporation for such Corporation:

**ARTICLE I**

Name

The name of the corporation is **CARS HOLDINGS, INC.**

**EFFECTIVE DATE**  
**01-04-05**

**ARTICLE II**

Purpose

The Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**

Duration

The period of existence of the Corporation is perpetual.

**ARTICLE IV**

Address

The mailing address and street address of the principal office of the Corporation is 621 E. Washington St., Suite 8, Orlando, FL 32801.

**ARTICLE V**

Shares

The corporation shall have authority to issue Ten Thousand (10,000) shares of Common Stock, One Cent (\$0.01) par value per share.

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**ARTICLE VI**

**Initial Registered Office and Agent**

The name and street address of the initial registered agent for the Corporation is F&L Corp., One Independent Drive, Suite 1300, Jacksonville, FL 32202-5017.

**ARTICLE VII**

**Incorporator**

The name and address of the sole incorporator of the Corporation is Craig C. Mateer, 621 E. Washington St., Suite 8, Orlando, FL 32801.

**ARTICLE VIII**

**Effective Date**

These Articles of Incorporation shall be effective at 12:01 a.m. EST, the 1st day of January, 2005.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned incorporator this 30th day of December, 2004.

  
CRAIG C. MATEER, Incorporator

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