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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

OF

ALL AMERICAN ACCESSORY CENTER OF FLORIDA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator files these Articles of Incorporation in order to form a corporation under the Florida General Corporation Act.

ARTICLE I - CORPORATE NAME

The name of this corporation shall be ALL AMERICAN ACCESSORY CENTER OF FLORIDA, INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be 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 stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

The Corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE V - PRINCIPAL OFFICE, MAILING ADDRESS
AND REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Principal Office and Mailing Address of the Corporation shall be:

1111 Hilda Court
Venice, Florida 34293

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

FREDERICK D. LUGAR
329 South Nokomis Avenue
Venice, Florida 34285

ARTICLE VI - BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the shareholders, but shall never be less than one.

ARTICLE VII - INITIAL DIRECTOR

The name of the initial director of this Corporation and his street address is as follows:

THOMAS P. RUSSELL
1111 Hilda Court
Venice, Florida 34293

ARTICLE VIII - INCORPORATOR

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

THOMAS P. RUSSELL
1111 Hilda Court
Venice, Florida 34293

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 shareholders and approved at a shareholders' meeting by at least a majority of the stock

entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

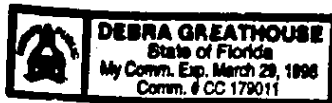
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 3 day of January, 1995.

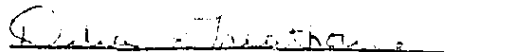

THOMAS P. RUSSELL

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 3rd day of January, 1995, by THOMAS P. RUSSELL, who is personally known to me or who has produced Personally known to me (type of identification) as identification and who did take an oath.

My Commission Expires:



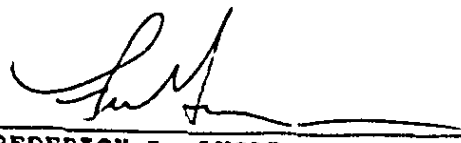

Notary Public

DEBRA GREATHOUSE
Printed name of notary

Commission Number: CC 179011

ACCEPTANCE OF REGISTERED AGENT

I have been designated as registered agent in the above Articles. Simultaneously, I hereby accept the appointment as Registered Agent.



FREDERICK D. LUGAR

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