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NAME: FLORIDA'S FINEST AUTOMOTIVE, INC.
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ARTICLES OF INCORPORATION

OF

FLORIDA'S FINEST AUTOMOTIVE, INC.

The undersigned incorporator hereby forms a corporation under the Florida Business Corporation Act, and here[illegible] adopts the following Articles of Incorporation:

Article I
Name of Corporation

The name of this corporation shall be:

FLORIDA'S FINEST AUTOMOTIVE, INC.

Article II
General Purpose

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

Article III
Principle Office

The street address of the initial principle office of this corporation is:

1890 N.E. 151st Street
North Miami, Florida 33162

Article IV
Capital Stock

The maximum number of shares of stock that this corporation is authorized to issue is 100 shares of common stock having a par value of one dollar ($1.00) per share.

Article V
Directors

Pursuant to Florida Statutes Section 607.0732, this corporation, by virtue of a shareholder agreement contained in the By-Laws of the corporation, hereby eliminates the board of directors, and shall be managed by the shareholders.

Article VI
Registered Office

The street address of the initial registered office of this corporation is :

H9 500 000144 3

Frank A. Luceri, Esq.
Fla. Bar No. 0001449 (305) 577-4848
201 S. Biscayne Blvd. #1330 Miami, FL 33131

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1890 N.E. 151st Street
North Miami, Florida 33162

Article VII
Initial Registered Agent

The undersigned, an individual resident of the State of Florida, whose business office is identical to the initial registered office of this corporation, is hereby appointed as the registered agent of this corporation. The undersigned, simultaneously with his designation as registered agent, hereby accepts the appointment as Registered Agent for this corporation on whom process may be served. The undersigned hereby states that he is familiar with, and accepts, the obligations of the position of Registered Agent for this corporation.

s/__________________(Seal)
Anthony Spinella
Registered Agent

Article VIII
Incorporator(s)

The name and street address of the incorporator of this corporation is:

Anthony Spinella
1890 N.E. 151st Street
North Miami, Florida 33162

Article IX
Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in, and is hereby reserved to, the shareholders. Bylaws shall be adopted, altered, amended, or repealed as provided in the bylaws.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 31st day of January, 1995.

s/__________________
Anthony Spinella
Incorporator

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State of Florida)
)
County of Dade)

The foregoing Articles of Incorporation were acknowledged before me this 31 day of JAN, 1995, by Anthony Spinella, who is personally known to me or produced ______________ as identification.

Notary Public
State of Florida

My Commission Expires:

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