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DEPARTMENT OF STATE
STATE OF FLORIDA
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TALLAHASSEE, FL 32399

FROM: ENGLISH, MCCAUGHAN & O'BRYAN, P.A.
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SUPERIOR IMPORTS, INC.

FAX AUDIT NUMBER: H9500002614

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FROM ENGLISH, MCCAUGHAN, & O'BRYAN P.A.

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FROM: Debra J. Nickinbotham

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ARTICLES OF INCORPORATION
OF
SUPERIOR IMPORTS, INC.
A FLORIDA CORPORATION

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned, acting as incorporator of SUPERIOR IMPORTS, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is Superior Imports, Inc. and the street address of the initial principal office of the Corporation is 3963 West Tennessee Street, Tallahassee, Florida 32304.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of \$1.00 par value Common Stock.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 498 Palm Springs Drive, Suite 100, Altamonte Springs, Florida 32701, and the name of the initial Registered Agent of the Corporation at that address is Ira Silver.

PREPARED BY: Gerald W. Gitter, Esq.
ENGLISH, McCAUGHAN & O'BRYAN, P.A.
100 Northeast Third Avenue
Suite 1100
Fort Lauderdale, FL 33301
(305) 462-3300
Florida Bar Number: 0282170

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ARTICLE V

INCORPORATION

The name and address of the Incorporator of the Corporation is Mark F. Chmelar, 630 Murfreesboro Road, Nashville, Tennessee 37210.

ARTICLE VI

DIRECTOR LIABILITY

To the extent allowed by the laws of the State of Florida, no present or future Director of the Corporation (or his or her estate, heirs or personal representatives) shall be liable to the Corporation or its Shareholders for monetary damages for breach of fiduciary duty as a Director of the Corporation. Any liability of a Director (or his or her estate, heirs or personal representatives) shall be further eliminated or limited to the fullest extent allowed by the laws of the State of Florida, as may hereafter be adopted or amended.

ARTICLE VII

CLAIMS OR LIABILITIES OF DIRECTOR OR OFFICER

With respect to claims or liabilities arising out of service as a Director or Officer of the Corporation, the Corporation shall indemnify and advance expense to each present and future Director and Officer (or his or her estate, heirs and personal representatives) to the fullest extent allowed by the laws of the State of Florida both as now in effect and as hereafter adopted or amended.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7th day of March, 1994.


MARK F. CHMELAR, Incorporator

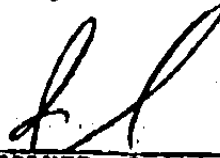
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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for SUPERIOR IMPORTS, INC. at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act 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.

Dated: March 7, 1995



IRA SILVER, Initial Registered Agent

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