

ARTICLES OF INCORPORATION

of

Star Automotive Sales Corporation
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Star Automotive Sales Corporation

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - 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 IV - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares () of one class only
Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Joseph W. Mewborn, Jr.		
ADDRESS	3188 No. U.S. Hwy 441/27		
CITY	Fruitland Park	FLORIDA	ZIP 34731

The principal office, if known, or the mailing address of the corporation is:

NAME	Star Automotive Sales Corp.		
ADDRESS	3188 No. U.S. Hwy 441/27		
CITY	Fruitland Park	FLORIDA	ZIP 34731

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Joseph W. Mewborn, Jr.		
ADDRESS	Rte 3, Box 666		
CITY	Williston	STATE Florida	ZIP 32696
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	XXXXXXXXXXXXXXXXXXXX		
ADDRESS	XXXXXXXXXXXXXXXXXXXX		
CITY	XXXXXXXXXX	STATE	XXXXXXXXXX ZIP 32000000
NAME	Melanie Strickland		
ADDRESS	660 East Jefferson Street		
CITY	Tallahassee,	STATE	Florida ZIP 32301
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of _____, 19 _____.

 Melanie Strickland/Incorporator (Seal)
 _____ (Seal)
 _____ (Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

FILED
95 MAY 16 PM 12:12
RECEIVED
CLERK

Star Automotive Sales Corporation
(name of corporation)

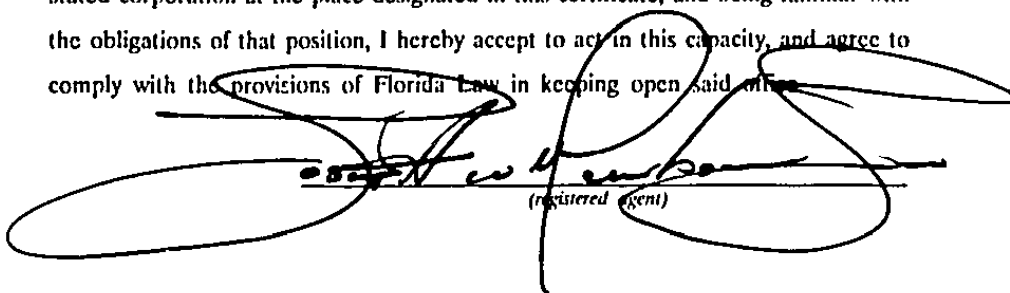
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 3188 No. U S. Hwy 441/27
Fruitland Park, FL 34731

has named Joseph W. Mewborn, Jr.
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office


(registered agent)