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RICHARD W. GLENN
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August 10, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

Re: Articles of Incorporation for Checkered Flag Auto Sales Inc.

To whom it may concern:

Enclosed please find the original articles of incorporation of the above referenced entity. We've also enclosed a copy to be conformed in accordance with FS 607.0120.

Enclosed also is a check for \$78.75 as the filing fee. This is to cover the following:

1. \$35.00 for filing the articles;
2. \$35.00 for the designation of acceptance by a registered agent; and
3. \$8.75 as our application for a certificate of status.

If the above meets with your approval please forward a conformed copy in the pre-addressed stamped envelope.

Thanks for your cooperation. Please contact me if there is any problem or if you need anything further.

Sincerely,


Richard W. Glenn

SDS

95 AUG 14 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
CHECKERED FLAG AUTO SALES INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CHECKERED FLAG AUTO SALES INC.

The address of the principal office of this corporation shall be 5726 Greenwood Avenue, #A, West Palm Beach, Florida 33407 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities of business permitted under the laws of the United States, the State of Florida, any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any time is 100 shares of voting common stock having no par value per share, and 100 shares of non-voting common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 823 North Olive Avenue, West Palm Beach, Florida 33401, and the name of the initial registered agent at that

address is Richard W. Glenn.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS


The names and addresses of the initial officers and directors of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed

are: Mark Hinkofer 16810 N. 128th Trail
Director, President, Jupiter, Florida 33478
Secretary, Treasurer

ARTICLE VII. INCORPORATOR

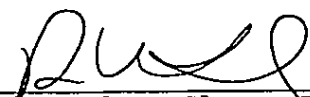
The name and street address of the incorporator to these Articles of Incorporation is: Richard W. Glenn, 823 North Olive Avenue, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 2nd day of August, 1995.


Richard W. Glenn, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Richard W. Glenn, having been designated the Registered Agent in the foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Richard W. Glenn, Reg. Agent

55 AUG 14 AM 11:04
TALLAHASSEE
STATE OF FLORIDA
SECRETARY OF STATE