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LAW OFFICES OF  
**BROWN & KIEFER**  
*a partnership of Professional Associations*

JOHN T. BROWN  
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September 14, 1995

Department of State  
Division of Corporations  
Post Office Box 6327  
409 E. Gaines Street  
Tallahassee, Florida 32301

FILED  
95 SEP 18 PM 4:07  
TALLAHASSEE, FLORIDA

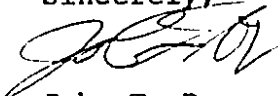
Re: Articles of Incorporation for  
Ultimate Car Care, Inc.

Dear Sir/Madam:

Enclosed please find an original and two (2) copies of the Articles of Incorporation for the above referenced corporation, together with our firm's trust account check in the amount of \$70.00 representing the filing fee.

Please return the copies of the filed Articles of Incorporation to the address noted above. Thank you for your assistance and should you have any questions concerning this matter, please do not hesitate to contact me.

Sincerely,



John T. Brown

Enclosures

ultimate/secstate.fil

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PA 7-20-95

ARTICLES OF INCORPORATION  
FOR  
ULTIMATE CAR CARE, INC.

FILED  
95 SEP 18 PM 4:07  
CLERK OF COURT  
JULIA

Article I.

Corporate Name

The name of this corporation is ULTIMATE CAR CARE, INC.

Article II.

Nature of Business and Powers

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 1000 shares of common stock having a par value of one dollar (\$1.00) per share.

Article IV.

Term of Existence

This Corporation shall have perpetual existence commencing upon filing of these Articles of Incorporation.

Article V.

Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VI.

Registered Agent and Initial Registered and Principal Office

The Registered Agent and the street address of the initial Registered and Principal Office of this Corporation in the State of Florida shall be: Rodney R. Spann, 29 West Audrey Drive, Fort Walton Beach, Florida 32548.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

Article VII.

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 By-laws adopted by the stockholders, but shall never be less than one.

#### Article VIII.

##### Initial Director

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

Rodney R. Spann	29 West Audrey Drive
	Fort Walton Beach, FL 32548

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

#### Article IX.

##### Incorporator

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

Rodney R. Spann	29 West Audrey Drive
	Fort Walton Beach, FL 32548

#### Article X.

##### Cumulative Voting

Each Shareholder entitled to vote shall have a number of votes equal to the number of voting shares held by the Shareholder multiplied by the number of Directors that the Shareholder may elect. The Shareholder may cast all such votes for a single candidate or may distribute them among some or all of the candidates. The exercise of this right shall be termed cumulative voting.

#### Article XI.

##### Amendment

These Articles of Incorporation may be amended in the following manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, an Incorporator and Registered Agent,  
has executed the foregoing Articles of Incorporation on the 14 day of  
September, 1995.

Rodney R. Spann  
RODNEY R. SPANN

STATE OF FLORIDA  
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this 14<sup>th</sup> day of September, 1995, before me,  
an officer duly authorized in the State aforesaid and in the County aforesaid to  
take acknowledgments, personally appeared RODNEY R. SPANN, who is personally  
known to me or who has produced the identification identified below, who is the  
person described in and who executed the foregoing instrument, and who after  
being duly sworn says that the execution hereof is his free act and deed for the  
uses and purposes herein mentioned.

SWORN TO AND SUBSCRIBED before me on the day and year last aforesaid.

X To me personally known

Identified by Driver's License Number \_\_\_\_\_  
issued by the State of \_\_\_\_\_.

Linda A. McDunald  
Notary Public  
Typed Name: Linda A. McDunald  
My Commission Expires:  
Commission No.:

LINDA A. McDUNALD  
Notary Public, State of Florida  
My comm. expires July 28, 1997  
Comm. No. CC303236

I, RODNEY R. SPANN, am hereby familiar with and accept the duties and  
responsibilities as Registered Agent for ULTIMATE CAR CARE, INC.

Rodney R. Spann  
RODNEY R. SPANN,  
Registered Agent

ultimate\aoi.for

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