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February 23, 1996

VIA FEDERAL EXPRESS

ATTENTION: FLORIDA FILINGS  
Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

600001724686  
-02/27/96--01029--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: LUGO PERFORMANCE AUTOMOTIVE, INC.  
Articles of Incorporation


To whom it may concern:

In connection with the foregoing, enclosed herewith are the following:

1. Original Articles of Incorporation and designation and acceptance of registered agent for Lugo Performance Automotive Inc. for filing;
2. Copy of Articles of Incorporation and designation and acceptance of registered agent for Lugo Performance Automotive Inc. to be time-stamped and returned to me in the enclosed stamped, self-addressed envelope;
3. My Trust Account check number 4369 in the amount of \$78.75 for the filing fee and a certificate of status on the above corporation; and
4. Stamped, self-addressed envelope.

Please call with any questions regarding this matter. Thank you for your cooperation and assistance.

Very truly yours,

  
Allan C. Draves

ACD/cgf  
Encls.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AL FEB 27 1995

**ARTICLES OF INCORPORATION  
OF  
LUGO PERFORMANCE AUTOMOTIVE, INC.**

**FILED**

**96 FEB 26 PM 2:58**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

The name of the corporation is Lugo Performance Automotive, Inc.

**ARTICLE II**

The existence of the corporation shall be perpetual, until dissolved in accordance with law, and shall commence on the filing of these Articles with the Florida Department of State.

**ARTICLE III**

The street address of the initial principal office of the corporation is 6101 Rhythm Boulevard, Orlando, Florida 32808.

**ARTICLE IV**

The maximum number of shares of stock which the corporation is authorized to issue is 7,500 shares, all of which shall be common shares.

**ARTICLE V**

The initial street address of the corporation's registered office is 2401 North Orange Blossom Trail, Orlando Florida 32804. The initial registered agent for the corporation at that address is Dennis Lugo.

**ARTICLE VI**

The name and street address of the person signing these Articles of Incorporation are:

Dennis Lugo  
6101 Rhythm Boulevard  
Orlando, FL 32808.

ARTICLE VII

The initial directors of the corporation are:

Donnis Lugo  
6101 Rhythm Blvd.  
Orlando, FL 32808


Maria Lugo  
6101 Rhythm Blvd.  
Orlando, FL 32808

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VIII

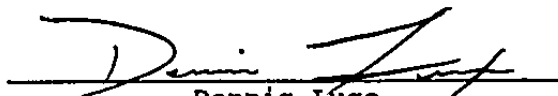
The corporation shall indemnify its directors, officers, employees, agents and incorporator to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of February, 1996.

  
Dennis Lugo

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Lugo Performance Automotive, Inc. at the place designated in the Articles of Incorporation, the undersigned accepts the appointment and is familiar with and accepts the obligations of that position pursuant to Section 607.0501(3) Florida Statutes.

  
Dennis Lugo

Date: February 23, 1996