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H. JAMES STADELMAN ESQ.
ATTORNEY AT LAW
810 JUANITA REAL
WINTER PARK, FLORIDA 32789
(407) 645-3664

February 28, 1996

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

500001729215
-03/01/96--01048--010
*****78.75 *****78.75

Re: GRAMMIE'S WHEELS, INC.

Dear Sir:

Enclosed are proposed articles of incorporation of the above-named corporation, with registered agent form attached, for filing.

Also enclosed is a check in the amount of \$78.75 for the following expenses:

Filing fee, articles	\$35.00
Filing fee, registered agent	35.00
Certificate of status	8.75

	\$78.75

Kindly return in the enclosed stamped envelope the Certificate of Status at your earliest convenience.

Thank you for your assistance in this matter.

Sincerely yours,

H. James Stadelman
H. James Stadelman

HJS:dbb

Enclosures

FILED
95 MAR -1 AM 10:20
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
STATE OF FLORIDA

G3 3/5/96

ARTICLES OF INCORPORATION
OF
GRAMMIE'S WHEELS, INC.

FILED

96 MAR -1 AM 10:20

SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE undersigned subscribers of these Articles of Incorporation, natural persons competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is.

GRAMMIE'S WHEELS, INC.

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be transacted by the corporation is as follows:

1. The corporation may engage in any activity of business which is permitted under the laws of the State of Florida.
2. And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
3. And, further, to borrow or raise money for any purposes of the company, and to

secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchise of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III

CAPITALIZATION: The maximum number of shares of stock in this corporation is authorized to have outstanding at any time is ONE HUNDRED SHARES of common stock, having a par value of FIVE DOLLARS (\$5.00) per share.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is FIVE HUNDRED (\$500) DOLLARS.

ARTICLE V

COMMENCEMENT AND DURATION: This corporation is to commence existence upon the filing of the Articles of Incorporation by the Department of State.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS: The name of this corporation shall be: GRAMMIE'S WHEELS, INC., having its principal place of business at: 230 NORTH BEACH STREET, DAYTONA BEACH, FLORIDA 32114.

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida, as the said corporation may desire.

ARTICLE VII

DIRECTORS: This corporation shall have TWO (2) Directors initially; the number of Directors may be increased from time to time by the laws adopted by the stockholders, but shall never be less than ONE (1). The corporation shall indemnify any officer or director, or any former officer or director, for any expenses, costs or fees incurred in furtherance of corporate matters to the full extent permitted by law.

ARTICLE VIII

DIRECTORS: The names and addresses of the first Board of Directors and Officers of these Articles of Incorporation are as follows:

LORETTA HISHON, President/Treasurer
H. PATRICK HISHON, Vice-President/Secretary
3147 Northwest 68th Street
Fort Lauderdale, FL 33309-1205

ARTICLE IX

INCORPORATOR: The Name and Address of the Incorporator is:

JAMES STADELMAN
810 JUANITA RAE
WINTER PARK, FL 32789

ARTICLE X

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

ARTICLE XI


REGISTERED AGENT: That JAMES STADELMAN, is hereby named Registered Agent for this corporation to be its agent and to accept service of process within the State of Florida. The address for process is 810 Juanita Rael, Winter Park, FL 32789.

ACKNOWLEDGMENT

Having been named to accept service of process for: GRAMMIE'S WHEELS, INC. at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.


JAMES STADELMAN
INCORPORATOR
810 JUANITA RAE
WINTER PARK, FL 32789

WE, THE UNDERSIGNED, being the original Subscribers to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly, have hereunto set our hands and seal this 28th day of FEBRUARY, 1996.

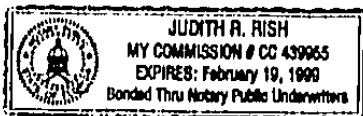

JAMES STADELMAN
INCORPORATOR
810 JUANITA RAE
WINTER PARK, FL 32789

STATE OF FLORIDA)
COUNTY OF VOLUSIA) ss

I HEREBY CERTIFY that on this date before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgments, personally appeared: JAMES STADELMAN, who provided to me personal identification verifying that they are the persons who subscribed to the foregoing Articles of Incorporation, and they have acknowledged to me that they did subscribe thereto for the uses and purposes therein mentioned and set forth.

Fla. Driver License No. 12-11-11
WITNESS my hand and official seal in the State and County above set forth this 25th day of FEBRUARY, 1996.

MY COMMISSION EXPIRES:




NOTARY PUBLIC, State of
Florida at Large