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ARTICLES OF INCORPORATION

AUTO 1 CENTERS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is AUTO 1 CENTERS, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 14501 Gulf Boulevard, Madeira Beach, Florida 33708.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one million (1,000,000) shares having a par value of (\$.10) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is ROCK O'NEAL, 14501 Gulf Boulevard, Madeira Beach, Florida 33708.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

The undersigned has executed these Articles of Incorporation this 14th day of March 1996.

"Capital Connection, Inc. by Kim Crosson, Office Manager"

- Crown

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Plorida Statutes, the mentioned corporation, organized under the laws of the state of Plorida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: AUTO 1 CENTERS, INC.			
2. The name and street address of the registered as	eht (nd:	
office is: ROCK O'NEAL, 14501 Gulf Boulevard, Madeira Beach,	flor	<u>ldn</u>	33708.
	(*); (*); (*);	<u> </u>	
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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE CELIGATIONS OF MY POSITION AS REGISTERED AGENT.

Praciolas