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BRIAN R. LOE
Attorney at Law
3070 West Lake Mary Boulevard
Lake Mary, Florida 32746
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April 24, 1996

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P O BOX 6327
TALLAHASSEE FL 32314

SECRET
-04/25/96--01035--019
*****78.75 *****78.75

RE: A & M AUTOMOTIVE SERVICE, INC.
My File : 6-45 / BL-11

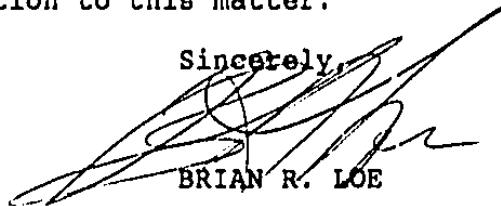
TO WHOM IT MAY CONCERN;

Enclosed are the Articles of Incorporation for A&M AUTOMOTIVE SERVICE, INC. I have enclosed a check for \$78.75 drawn upon my account payable to the Secretary of State in payment of your \$70.00 fee for filing and \$8.75 for return of a certificate of status.

Do not hesitate to make a collect phone call to me if everything is not in order.

Thank you for your attention to this matter.

Sincerely,



BRIAN R. LOE

BRL/McC
enc: Check
Articles

F. CHESSER MAY 1 1996

• ARTICLES OF INCORPORATION •
for
• A&M AUTOMOTIVE SERVICE, INC. •

In compliance with the requirements of F.S. Chapter 607, the undersigned, LAURA WISEMAN, 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 **A&M AUTOMOTIVE SERVICE, INC.**

ARTICLE II

The existence of the Corporation shall begin upon the filing and acceptance of these articles by the Secretary of State of the sovereign State of Florida.

ARTICLE III

The street address of the initial principal office of the corporation is located at 800 South Highway 17-92 DeBary FL 32713. The initial mailing address of the Corporation is also 800 South Highway 17-92 DeBary FL 32713.

ARTICLE IV

The maximum number of shares of stock that this company is authorized to issue and have outstanding at any one time is 1,000 shares of voting common stock having no par value. Transfer of any share of this class of stock is subject to a right of first refusal of the other shareholders. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 3070 West Lake Mary Blvd, Lake Mary FL 32746. The initial registered agent for the Corporation at that address is BRIAN R. LOE. The board of directors may move the registered office and change the registered agent from time to time as it deems appropriate.

ARTICLE VI

The Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the shareholders but shall never be less than one.

ARTICLE VII

The names of the initial directors of this Corporation and their addresses are:

LAURA WISEMAN
201 Delespine Drive
DeBary FL 32713

MARK WISEMAN
201 Delespine Drive
DeBary FL 32713

The persons named as initial directors shall hold office until their successors have been elected or appointed and qualified.

ARTICLE VIII

The name and address of the person signing these articles as Incorporator is LAURA WISEMAN, 201 Delespine Drive, DeBary FL 32713.

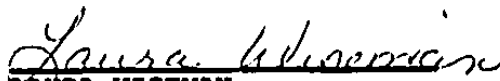
ARTICLE IX

The Corporation may indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

ARTICLE X


These articles may be amended as provided by Florida Law. Additionally, these articles may be amended by a written statement signed by all of the directors and all of the shareholders manifesting their intent that a certain amendment of these articles be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 16th day of April, 1996.


LAURA WISEMAN
Incorporator

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, a Notary Public, personally appeared LAURA WISEMAN, who provided identification in the form of a valid and current Drivers License, and signed the foregoing Articles of Incorporation, and acknowledged before me as well that he subscribed to these Articles of Incorporation on the 22nd day of April, 1996 for purposes expressed in them.


CAROLYN J. MCCARTHY
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



CAROLYN J. MCCARTHY
My Commission CC303101
Expires Jul. 27, 1997
Bonded by HAI
840-422-1555

**CERTIFICATE DESIGNATING REGISTERED OFFICE
AND
REGISTERED AGENT WITHIN THIS STATE**

A&M AUTOMOTIVE SERVICE, INC., desiring to organize under the laws of the State of Florida with its principal place of business in Seminole County, Florida has named BRIAN R. LOE as its agent to accept service of process within this state at a registered office address of 3070 West Lake Mary Blvd., Lake Mary FL 32746.

By: Laura Wiseman
LAURA WISEMAN,
Incorporator

April 22, 1996
DATED: April 22, 1996

ACKNOWLEDGMENT

Having been named to accept service of process for A&M AUTOMOTIVE SERVICE, INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

By: [Signature]
BRIAN R. LOE
Attorney at Law
Fla. Bar # 722560
3070 W. Lake Mary Blvd.
Lake Mary FL 32746
407 323-6128

4/22/96
DATED: April 22, 1996