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DEPARTMENT OF STATE
CORPORATE RECORDS/
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FL 32314

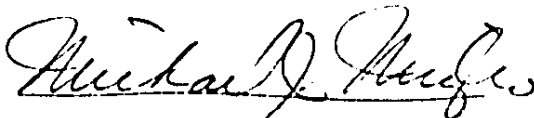
MAY 5, 1996

THE HONORABLE SECRETARY OF STATE;

ENCLOSED IS THE ORIGINAL AND COPY OF THE ARTICLES OF
INCORPORATION FOR MIGLIO AUTO SALES, INC
A CHECK PAYABLE TO THE SECRETARY OF STATE FOR THE FEES
IS ENCLOSED.

YOUR CONSIDERATION IN ESTABLISHING THE CORPORATION IS
APPRECIATED.

YOURS VERY TRULY



MICHAEL J. MIGLIO, PRESIDENT
203 N. BAY HILLS BL.
SAFETY HARBOR, FLORIDA

813-581-8319

FILED
SECRETARY OF STATE
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ARTICLES OF INCORPORATION
OF

MIGLIO AUTO SALES, INC

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, COMPETENT TO CONTRACT, HEREBY FORMS A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE ONE- CORPORATE NAME

THE NAME OF THE CORPORATION IS:

MIGLIO AUTO SALES, INC

ARTICLE TWO- DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED UNDER FLORIDA LAW.

ARTICLE THREE- PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF ENGAGING IN ANY LAWFUL ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE FOUR- CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE IS ONE THOUSAND. (1000). THE PAR VALUE OF THE SHARES SHALL BE ONE DOLLAR EACH. (\$1.00)

ARTICLE FIVE- COMMENCEMENT OF BUSINESS

THE CORPORATION WILL COMMENCE BUSINESS WHEN IT HAS RECEIVED FOR THE ISSUANCE OF SHARES, THE CONSIDERATION OF THE VALUE OF ONE THOUSAND DOLLARS (\$1000.00) CONSISTING OF EQUIPMENT, PROPERTY, OR MONIES.

ARTICLE SIX- BOARD OF DIRECTORS

THE BOARD OF DIRECTORS SHALL HAVE ONE DIRECTOR INITIALLY, AND MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME AS ALLOWED BY THE BY-LAWS, BUT NEVER LESS THAN ONE.

THE NAME AND ADDRESS OF THE INITIAL DIRECTOR:

MICHAEL J. MIGLIO
203 NORTH BAY HILLS BL.
SAFETY HARBOR, FL 34695

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ARTICLE SEVEN- ADDRESS OF PRINCIPAL OFFICE
THE ADDRESS OF THE PRINCIPLE OFFICE OF THE CORPORATION SHALL
BE: 203 NORTH BAY HILLS BL., SAFETY HARBOR, FL 34695-4904

ARTICLE EIGHT - AUTHORITY
THE BOARD OF DIRECTORS IS EMPOWERED TO MAKE, ALTER, OR REPEAL
ANY OR ALL OF THE BY-LAWS ESTABLISHED FOR THE CORPORATION,
WITHOUT RESTRICTION OF THEIR POWERS CONFERRED BY STATUTE.

ARTICLE NINE- REGISTERED OFFICE
THE ADDRESS OF THE REGISTERED OFFICE OF THE CORPORATION IS:
203 NORTH BAY HILLS BL., SAFETY HARBOR, FL., 34695-4904

ARTICLE TEN
THE NAME AND ADDRESS OF THE INCORPORATOR:
MICHAEL J. MIGLIO. 203 NORTH BAY HILLS BL.
SAFETY HARBOR, FL 34695-4904

SIGNED THIS TENTH DAY OF MAY 1996


INCORPORATOR

THE REGISTERED AGENT OF THE CORPORATION
THE REGISTERED AGENT FOR THE CORPORATION IS,
MICHAEL J. MIGLIO

I, MICHAEL J. MIGLIO, ACCEPT THE OFFICE OF REGISTERED
AGENT FOR MIGLIO AUTO SALES, INC. AND AGREE TO MAINTAIN SAID
OFFICE AS REQUIRED.

SIGNED 
MICHAEL J. MIGLIO

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CLERK OF STATE
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