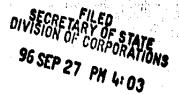
1000804 CONTACT: OFFICE USE ONLY (Documen UCC FILING & SEARCH SERVICES, INC. (Requestor's Name) **526 EAST PARK AVENUE** (Address) TALLAHASSEE FL 32301 (904) 681-6528 OFFICE USE ONLY (City, State, Zip) (Phone #) CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if knc wn): (Document #) (Corporation Name) (Document #) (Document #) (Corporation Name) (Corporation Name) (Document #) Certified Copy Walk in Pick Up Time Certificate of Status Mail Out Certificate of Good Stand Will Wait ARTICLES ONLY Photocopy ALL CHARTER DOCS NEW FILINGS AMENOMENTS Profit Certificate of FICTITIOUS NAM Amendment NonProfit Resignation of R A, Officer/Director Limited Liability Change of Registered Agent * FICTITIOUS NAME SEARCH Domestication Dissolution/Withdrawal Merger CORP SEARCH OTHER FILINGS REGISTRATION/QUALIFICATION **HOLD FOR** Annual Report Foreign **PICKUP BY** Fictitious Name Limited Partnership **UCC SERVICES** Name Reservation Reinstatement D. BROWN SEP 2 7 1996 Trademark Other Examiner's Initials



ARTICLES OF INCORPORATION OF GEM AUTO TRUCK SALES, INC.

The undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I:

The name of the Corporation is Gem Auto Truck Sales, Inc.

ARTICLE II: Principal Office

The principal place of business and the principal office of the Corporation is:

3300 Southeast 11th Avenue, Suite C Fort Lauderdale, Florida 33315

The Corporation may, from time to time, move the principal office to any other address, and shall have the right and power to transact business and establish offices within and without the State of Florida as may be necessary or convenient.

ARTICLE III: Duration

The duration of the Corporation shall be perpetual.

ARTICLE IV: Purpose

The purpose or purposes for which the Corporation is organized is to engage in any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE V Capital Stock

The aggregate number of shares which the Corporation shall be authorized to issue is 50,000 consisting of one class only, designated as "Common Stock," with a par value of \$.01 per share.

ARTICLE VI Stock Transfer Restrictions

Such restrictions upon the transfer of shares of Common Stock as may be from time to time desired may be provided for in the By-Laws of the Corporation or by agreement among or between shareholders.

ARTICLE VII Registered Agent and Office

The address of the initial registered office of the Corporation is:

3300 Southeast 11th Avenue, Suite C Fort Lauderdale, Florida 33315

The name of its initial registered agent at such address is:

James T. Nolan

ARTICLE VIII Board of Directors

The number of directors constituting the initial Board of Directors of the Corporation is 1.

ARTICLE IX Incorporator

The name and address of the incorporator is:

Christopher B. Waldera Waldera & Brown, P.A. 1225 Southeast Second Avenue Fort Lauderdale, Florida 33316 Florida Bar No.: 980810

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this September 26, 1996.

INCORPORATOR:

Christopher B. Waldera

State of Plorida) : ss County of Broward)

This instrument was acknowledged before me on September 26, 1996 by Christopher B. Waldera who is personally known to me.

Tammy Moxley

Notary Public, State of Florida

My commission expires 6/24/97



TAMMY 6 MOXI 6Y My Commission CC297181 Expirac Jun, 24, 1997 Cended by I M 600-422-1666

This instrument was drafted by Christopher B. Waldera

Please return this document to:

Christopher B. Waldera Waldera & Brown, P.A. 1225 Southeast Second Avenue Fort Lauderdale, Florida 33316

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Having been designated as the Registered Agent in the foregoing Articles of Incorporation of Gem Auto Truck Sales, Inc., a Florida corporation, and to accept service of process for the Corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in that 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 obligations of my position as Registered Agent of Gem Auto Truck Sales, Inc.

Dated this 26th day of September, 1996.

James T. Nolan

SECRETARY OF STATES