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September 23, 1996

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Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: Osceola Quick Lube, Inc.


Gentlemen:

Please find enclosed the following documents with regard to the above corporation:

1. Two (2) originals of the Articles of Incorporation - one for filing with the State, and the other for certification and return to our law office;
2. An original and one copy of the Certificate Designating Registered Agent; and
3. Check made payable to the Secretary of State in the amount of \$122.50 to cover filing and certification fees.

Thank you for processing the above enclosures. Should you have any questions, please do not hesitate to contact me.

Very truly yours,


Gregory L. Williams

GLW:

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 30 AM 11:31

9/10/96

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 SEP 30 AM 11:31

ARTICLES OF INCORPORATION
OF

Osceola Quick Lube, Inc.

ARTICLE I
NAME

The name of the Corporation is Osceola Quick Lube, Inc. The address of the Corporation is 3108 Prospect Road, Tampa, Florida 33629.

ARTICLE II
DURATION

The Corporation shall have perpetual existence.

ARTICLE III
PURPOSE

The Corporation is organized for the following purposes: to engage in any activity or business incidental to or related to the business; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out the said purposes in any State, territory, district, or possession of the United States, or in any foreign country; and to engage in any activity or business permitted under the laws of the United States, the State of Florida, and any other State or foreign country.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 7500 shares of capital stock of the par value of One Dollar (\$1.00) per share which shall be designated "Common Shares," and all of which shall have the same rights and privileges.

**ARTICLE V
PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 3108 Prospect Road, Tampa, Florida 33629, and the name of the initial Registered Agent of the Corporation at that address is Gregory L. Williams.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time. The names and addresses of the initial Directors of the Corporation are:

Gregory L. Williams
3108 Prospect Road
Tampa, Florida 33629

John King
1700 13th Street Suite 2
St. Cloud, FL 34769

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is: Gregory L. Williams, Prospect Road, Tampa, Florida 33629.

**ARTICLE IX
BYLAWS**

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE XI
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 24th day of September, 1996.



Gregory L. Williams
Incorporator

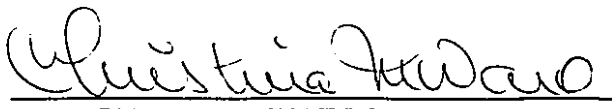
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Gregory L. Williams, known to me and known by me to be the person who executed the foregoing Articles of Incorporation of Osceola Quick Lube, Inc. and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24th day of September, 1996.



CHRISTINA M. WARD
MY COMMISSION # CC324771 EXPIRES
November 21, 1997
BONDED THRU TROY FAH INSURANCE, INC.



NOTARY PUBLIC, STATE OF FLORIDA
Print Name: _____
My Commission Expires: _____

CERTIFICATE DESIGNATING REGISTERED AGENT


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
20 SEP 30 AM 11:31

In pursuance of Chapter 48.091 and Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That Osceola Quick Lube, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 3108 Prospect Road, Tampa, Florida 33629, has named Gregory L. Williams, located at 3108 Prospect Road, Tampa, County of Hillsborough, State of Florida 33629 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607.0501, Florida Statutes.

By: 
Gregory L. Williams
Registered Agent