

P96000082706

ATTORNEYS AT LAW
BAXTER & STROHAUER, P.A.

CITIZENS BANK BUILDING, SUITE 300
1150 CLEVELAND STREET
CLEARWATER, FL 34615

September 30, 1996

JAMES A. BAXTER
GARY N. STROHAUER
ELIZABETH R. MANNION

TELEPHONE
(813) 461-6100
FAX (813) 447-6899

Florida Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

500001964085
-10/03/96-01062-003
*****122.50 *****122.50

Re: Drew Street Motors, Inc.

Dear Sir:

Enclosed please find duplicate originals of the Articles of Incorporation and Registered Agent Certificate for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$122.50 representing payment of the following:

Filing fee	\$35.00
Certified Copy fee	52.50
Registered Agent fee	35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your prompt attention to this matter.

Very truly yours,

BAXTER & STROHAUER

Gary Strohauser
Gary N. Strohauser (kc)

GNS/kc
Enclosures

FILED
96 OCT -3 AM 9.23
SECRETARY OF ST.
TALLAHASSEE, FLA.

AB 10/8

ARTICLES OF INCORPORATION
OF

DREW STREET MOTORS, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: Drew Street Motors, Inc.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock (having a par value of \$1.00 per share).

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Peter M. Nascarella
1906 Drew Street
Clearwater, FL 34625

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS.

The name of the initial director of this Corporation and his street address is:

Peter M. Nascarella
1906 Drew Street
Clearwater, FL 34625

Kelly Lynn Nascarella
1906 Drew Street
Clearwater, FL 34625

FILED
96 OCT -3 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATORS.

The names and street addresses of the persons signing these Articles of Incorporation as the Incorporators are:

Peter M. Nascarella
1906 Drew Street
Clearwater, FL 34625

Kelly Lynn Nascarella
1906 Drew Street
Clearwater, FL 34625

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 27th day of September, 1996.

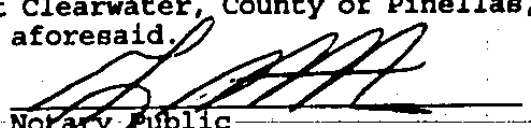

Incorporator


Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 27th day of September, 1996, before me personally appeared, Peter M. Nascarella and Kelly Lynn Nascarella, who ~~provided their Florida driver's licenses as identification~~, and who executed the foregoing instrument and they acknowledged the execution thereof to be their free act and deed, for the uses and purposes therein mentioned.

WITNESS my hand and official seal at Clearwater, County of Pinellas, State of Florida, the day and year last aforesaid.


Notary Public
My Commission Expires:



GARY N. STRONHALER
MY COMMISSION # CC327848 EXPIRES
DECEMBER 8, 1997
BONDED THROUGH TROY PAW INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
96 OCT -3 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

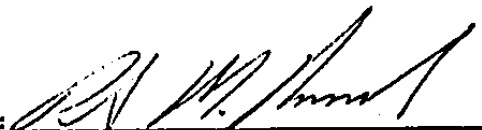
In pursuance of Chapter 48.091, Florida Statutes, the following
submitted in compliance with said Act:

First -- That Drew Street Motors, Inc., desiring to organize under
the laws of the State of Florida with its principal office as indicated
in the Articles of Incorporation at 1906 Drew Street, City of Clearwater,
County of Pinellas, State of Florida has named Peter M. Nascarella,
located at 1906 Drew Street, City of Clearwater, County of Pinellas,
State of Florida as its agent to accept service of process within this
state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby accept
to act in this capacity and agree to comply with the provision of said
Act relative to keeping open said office.

BY:



Peter M. Nascarella,
Registered Agent