

1201 HAYS STREET
TALLAHASSEE, FL 32306-2607
904-222-0071

000-342-8086



PRIESTER & ASSOCIATES, P.A. ACCOUNT NO. : 072100000032

REFERENCE : 116748 - 155174A

AUTHORIZATION : Patricia T. [Signature]

COST LIMIT : \$ 70.00

ORDER DATE : October 10, 1996

ORDER TIME : 9:27 AM

ORDER NO. : 116748

CUSTOMER NO: 155174A

CLERK 11/11/96

CUSTOMER: Mr. Sol Kline
MR. SOL KLINE

Suite 307
320 Plaza Real
Boca Raton, FL 33432

DOMESTIC FILING

NAME: ADAMS
~~SELECT~~ AUTOMOTIVE CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED
OCT 11 11:12
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT 11 11:10:52
DIVISION OF CORPORATION

W-21597
KR 10-11
10-18-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 11, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

RESUBMIT

Please give original

SUBJECT: SELECT AUTOMOTIVE CORP. submission date as file date.
Ref. Number: W96000021597

We have received your document for SELECT AUTOMOTIVE CORP. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 596A00046411

RECEIVED
96 OCT 18 24 10 04
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
ADAMS AUTOMOTIVE CORP.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ADAMS AUTOMOTIVE CORP.

The address of the principal office of this corporation shall be 320 Plaza Real, Suite 307, Boca Raton, Florida 33432, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Sol Kline

320 Plaza Real, #307
Boca Raton, Florida 33432

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Nays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on October 11, 1996.

Deborah D. Skipper
It's Agent, Deborah D. Skipper
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper
Authorized Service Representative
Corporation Service Company

DGS

FILED
OCT 11 1996
TALLAHASSEE, FL