

796000/00546

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
96 DEC 12 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL DEC 12 1996

REQUEST TAKEN CONFIRMED APPROVED
DATE 12/12
TIME CK No.
BY

WALK-IN Will Pick Up 1.00

RE: Custom Automotive Accessories Inc

	C.C. FEE.	DISBURSED
Capital Express SM		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Copy(s)		
Photo		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 10% per Annum.

THANK YOU
from
Your Capital Connection

**ARTICLES OF INCORPORATION
OF
CUSTOM AUTOMOTIVE ACCESSORIES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is CUSTOM AUTOMOTIVE ACCESSORIES,
INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful
business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock having a par
value of \$1.00. There shall be only one class of stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this 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 name of the initial registered agent of this corporation and the street address of the initial registered office of this corporation are as follows: **STEPHEN M. RICHARDSON**, 363 Bloxam Road, Clermont, FL 34711. The principal office address for the corporation is the same.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be greater than (9) nine. The names and addresses of the initial director of this corporation is:

STEPHEN M. RICHARDSON	363 Bloxam Road, Clermont, FL 34711
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JOHN A. CAUFMAN, JR.	1159 Hampton Street, Clermont, FL 34711
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ARTICLE VIII - OFFICERS

The officers of the corporation shall be a President and a Secretary/Treasurer who shall be elected annually and any other officers provided for in the By-Laws. The Secretary and Treasurer may be two offices. The name of the persons who are to serve as officers of the corporation until the first election are:

OFFICER	NAME AND RESIDENCE
President/Vice President	Stephen M. Richardson 363 Bloxam Road, Clermont, FL 34711
Secretary/Treasurer	John A. Cauffman, Jr. 1159 Hampton Street, Clermont, FL 34711

ARTICLE IX - INCORPORATORS

The names and addresses of the persons signing these Articles are:

STEPHEN M. RICHARDSON, 363 Bloxam Road, Clermont, FL and JOHN A. CAUFMAN, JR., 1159 Hampton Street, Clermont, FL 34711.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 11th day of December, 1996.

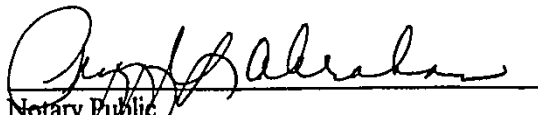

STEPHEN M. RICHARDSON


JOHN A. CAUFMAN, JR.

STATE OF FLORIDA)
: SS.
COUNTY OF LAKE)

Before me, a Notary Public, duly authorized to take acknowledgments in the state and county set forth above, personally appeared STEPHEN A. RICHARDSON and JOHN A. CAUFMAN, JR., known to me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me, that they executed those Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county named above this 11th day of December, 1996.


Notary Public
My commission expires:



Peggy L. Abraham
MY COMMISSION # CC581585 EXPIRES
September 2, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

Secretary of State
State of Florida
Tallahassee, FL 32399

FILED
96 DEC 12 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby am familiar with and accept the duties and responsibilities as resident agent for CUSTOM AUTOMOTIVE ACCESSORIES, INC. effective with the date of this incorporation. I will continue to act and serve in that capacity until such time as I notify you of my resignation from that function.


STEPHEN M. RICHARDSON

Attest:

