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CORPORATION(S) NAME

Lube connection, Inc.

FILED
97 JAN -8 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> After 4:30	<input type="checkbox"/> Mail Out	

Name	
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97 JAN -8 AM 10:32
VISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

FILED
97 JAN -8 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

LUBE CONNECTION, INC.

The undersigned hereby forms a Corporation under the following charter of Articles of incorporation:

ARTICLE I

The name of this Corporation shall be:

LUBE CONNECTION, INC.

ARTICLE II

The Corporation shall have a perpetual existence.

ARTICLE III

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

This corporation is authorized to issue one thousand shares of one dollar (1.00) par common stock.

ARTICLE V

This Corporation initially has locations with the principal office located at: 3931 RCA BLVD. SUITE 3101
PALM BEACH GARDENS, FLORIDA 33410

ARTICLE VI

The name of the initial registered agent of this corporation and address is: KAREN E. STEDMAN CPA
3931 RCA BLVD. SUITE 3101
PALM BEACH GARDENS, FL. 33410

ARTICLE VII

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 less than one (1). The names and addresses of the initial directors of this Corporation are:

ROBERT GOLDBERG
6044 MICHAEL STREET
PALM BEACH GARDENS, FLORIDA 33418

MARSHALL FLEURY
902 N. PALMWAY
LAKE WORTH, FLORIDA 33460

ARTICLE VIII

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

ROBERT GOLDBERG
6044 MICHAEL STREET
PALM BEACH GARDENS, FLORIDA 33418

MARSHALL FLEURY
902 N. PALMWAY
LAKE WORTH, FLORIDA 33460

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 2nd day of JANUARY, 1997.

Robert A. Goldberg (Seal)

Marshall E. Fleury (Seal)

STATE OF FLORIDA

)
:ss
)

Before me, the undersigned authority, personally appeared:

ROBERT GOLDBERG

MARSHALL FLEURY

to me well known to be the person described in and who executed the foregoing and acknowledge before me that they executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 2nd day of JANUARY, 1997.


Notary Public

My Commision Expires:



OFFICIAL SEAL
TRISHA K. BERNSTEIN
My Commission Expires
Jan. 21, 1997
Comm. No. CC 254271

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the state of Florida, submits in the state of Florida.

1. The name of the Corporation is:

LUBE CONNECTION, INC.

2. The name and address of the registered agent and office is:

KAREN E. STEDMAN
3931 RCA BLVD. SUITE 3101
PALM BEACH GARDENS, FLORIDA 33410

SIGNATURE Robert A. Goldberg
(Corporate Officer)

TITLE President

DATE 1/2/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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.

SIGNATURE Karen E. Steadman
DATE 1-2-97