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

Re: Superior Auto Trim, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$ 122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very Truly Yours,



Earl J. Smith
Superior Auto Trim
11685 S.E. Hwy 301
Belleview, Fl. 34420
352-245-4793

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
SUPERIOR AUTO TRIM, INC.

FILED
SECRETARY OF CORPORATIONS
9 FEB -4 PM 4:55

The undersigned subscribers to these Articles of incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation shall be Superior Auto Trim, Inc.

The principal place of business of this corporation shall be at 11685 S.E. Hwy 301, Belleview, Florida 34420.

ARTICLE II
ADDRESS

The address of the initial registered office of the corporation shall be 6236 S.E. George Road, Belleview, Florida 34420.

ARTICLE III
TERM OF EXISTENCE

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE IV
PURPOSE

The corporation is organized for the purpose of engaging in any activities of business permitted under the laws of the United States and the State of Florida.

ARTICLE V
OFFICERS AND BOARD MEMBERS

This corporation shall have three (3) officers initially. The name and street address of the initial officers and director, who shall hold office for the first year of the corporation, or until their successor(s) shall be elected or appointed, are:

PRESIDENT

HOME ADDRESS

Earl J. Smith

6236 S.E. George Road
Belleview, Fl. 34420

VICE PRESIDENT

Earl J. Smith

6236 S.E. George Road
Belleview, Fl. 34420

SECRETARY/TREASURER

Jeffery A. Smith

12380 S.E. 96th Ave.
Belleview, Fl. 34420

ARTICLE VI
CAPITOL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having a par value of one (1.00) Dollar per share.

ARTICLE VII
SUBSCRIBER

The name and address of the subscribers to these Articles of Incorporation are:

Earl J. Smith
6236 S.E. George Road
Belleview, Fl. 34420

Jeffery A. Smith
12380 S.E. 96th Ave.
Belleview, Fl. 34420

ARTICLE VIII
SPECIAL PROVISION

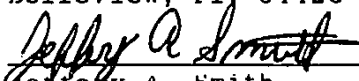
It is the intent of the incorporators that the Corporation shall qualify under Section 1244 of the Internal Revenue Code and that the Corporation will file as a Subchapter S Corporation.

IN WITNESS WHEREOF, the undersigned have hereunto
set their hands and seals on this the 31st day of
January, 1997.



Earl J. Smith

6236 S.E. George Road
Belleview, FL 34420



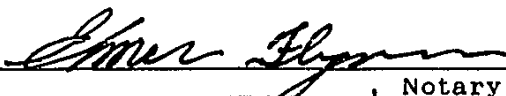
Jeffery A. Smith

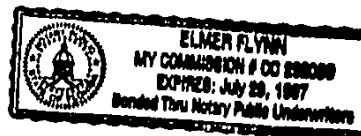
10280 S.E. 96th Ave.
Belleview, FL 34420

STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, the undersigned officers, authorized to
administer oaths and take acknowledgements, appeared
Earl J. Smith and Jeffery A. Smith, who after being
duly sworn, depose and say that they are the principal
officers named in the above ARTICLES OF INCORPORATION,
and that the same were executed for the intent and
purpose therein stated.

SWORN TO before me this 31st day of January, 1997.


_____, Notary Public
State of Florida at Large



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

Certificate of Registered Agent
Of
SUPERIOR AUTO TRIM, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at: 6236 S.E. George Road, Belleview, Florida 34420 has named Earl J. Smith located at the foresaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations for that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Earl J. Smith, Registered Agent