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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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ACCT#: 072450003255

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NAME: SPECIALTY AUTOMOTIVE & TRANSMISSIONS, INC.

AUDIT NUMBER.....H97000004384

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION
OF

Speciality Automotive & Transmissions, Inc.

I, the undersigned, for the purpose of forming a corporation for profit pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation.

ARTICLES I

NAME

The name of this corporation is Speciality Automotive & Transmissions, Inc.

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing on the day of filing of the Articles of Incorporation by the Department of State.

ARTICLE III

PURPOSE

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

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 100 shares of no par value stock, which shall be designated "Common Shares."

ARTICLE V

VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings to the stockholders.

Ronald P. Hansen, Esq.
1930 Tyler Street
Hollywood, Florida 33020
(954) 922-4668
FBN: 37941

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ARTICLE VI

PREEMPTIVE RIGHTS

There shall be no preemptive rights in any stock herein issued or hereafter issued.

ARTICLE VII

INITIAL REGISTERED OFFICE
AND REGISTERED AGENT

The mailing address and principal office of this corporation is 4304 NE 5th Terrace,
Oakland Park, Florida 33334, and the initial registered agent of this corporation is RONALD P.
HANSEN.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have two 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. The
names and addresses of the directors of this corporation are:

STEPHEN COWART
4304 NE 5th Terrace
Oakland Park, Florida 33334

TIMOTHY WHITE
4304 NE 5th Terrace
Oakland Park, Florida 33334

ARTICLE IX

INCORPORATORS

The name and address of the incorporators are:

STEPHEN COWART
4304 NE 5th Terrace
Oakland Park, Florida 33334

TIMOTHY WHITE
4304 NE 5th Terrace
Oakland Park, Florida 33334

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

Incorporation this 10 day of March, 1997.


STEPHEN COWART
PRESIDENT

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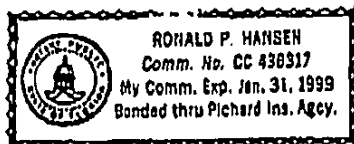
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STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared STEPHEN COWART who is personally known to me and who did take an oath, and is known to me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County last aforesaid this 12 day of March 1997.



Notary Public State of Florida

Print Name Ronald P. HansenMy Commission No.: 1-81-99

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Speciality Automotive & Transmissions, Inc., is desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Hollywood, State of Florida names as its agent RONALD P. HANSEN, to accept service of process within Florida.

Stephen Cowart President 3/12/97
STEPHEN COWART, PRESIDENT DATE

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Ronald P. Hansen 3-12-97
RONALD P. HANSEN DATE

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TALLAHASSEE, FLORIDA

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