

**FILSON & PENCE, P.A.**  
ATTORNEYS AT LAW

Richard A. Filson  
Susan Pence Filson

March 7, 1997

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-03/10/97--01969--011  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

RE: A STAR AUTO & TRUCK SALES, INC.

Enclosed please find the original Articles of Incorporation of A. STAR AUTO & TRUCK SALES, INC., together with a copy of the same, and a check in the amount of \$122.50 for filing the corporation.

Please file the enclosed document and return a certified copy to this office. Thank you.

Sincerely,

*Richard A. Filson*  
Richard A. Filson

RAF/jtl  
Enclosures

FILED  
MAR 10 1997  
STATE  
FLORIDA

3/10/97  
TD

ARTICLES OF INCORPORATION  
OF  
A STAR AUTO & TRUCK SALES, INC.

ARTICLE I - NAME

The name of this corporation is: A STAR AUTO & TRUCK SALES  
INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State.

ARTICLE III - NATURE OF BUSINESS

The Corporation is authorized to buy and sell automobiles, and to transact any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of ONE DOLLAR AND NO/100 (\$1.00) par value common stock which shall be designated as "Common Share".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to other.

ARTICLE VI - ADDRESS

The initial principal place of business of this corporation in the State of Florida is: 71 Tamiami Trail, Port Charlotte, Florida 33953. The Corporation may from time to time move the principal office to any other address in Florida.

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#### ARTICLE VII - REGISTERED AGENT

The name and address of the initial Registered Agent of this corporation is:

MICHAEL HARRINGTON, JR., 175 Kings Highway, Apt. 7A5, Port Charlotte, Florida 33983

#### ARTICLE VIII - DIRECTORS

This Corporation shall have no directors initially. The number of directors may be increased or diminished from time to time, by by-laws, adopted by the shareholders.

#### ARTICLE IX - INCORPORATOR

The name and post office address of the incorporator to these Articles of Incorporation is:

MICHAEL HARRINGTON, JR., 175 Kings Highway, Apt. 7A5, Port Charlotte, Florida 33983

#### ARTICLE X - OFFICERS

The Corporation shall have a President, Secretary and Treasurer who shall be elected by the shareholder together with such other officers and assistant officers as may be deemed necessary and are eligible. The names and post offices addresses of the initial officers are:

MICHAEL HARRINGTON, JR., 175 Kings Highway, Apt. 7A5, Port Charlotte, Florida 33983, President, Vice President, Secretary, Treasurer

#### ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has placed his hand and seal at Sarasota, Florida this 13 day of Feb. 1997.

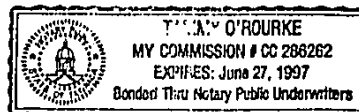
Michael Harrington, Jr.  
MICHAEL HARRINGTON, JR.  
F. D. L. A652-550-32-377-0

STATE OF FLORIDA     )  
                              ) SS  
COUNTY OF SARASOTA )

I HEREBY CERTIFY that on this day, before me a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared MICHAEL HARRINGTON, JR., who is personally known to me and known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 13 day of Feb., 1997.

Yammy O'Rourke  
Signature of Notary Public  
Printed name of Notary:  
Commission expiration:




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

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that A STAR AUTO & TRUCK SALES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 71 Tamiami Trail, Port Charlotte, Florida 33953, has named MICHAEL HARRINGTON, JR., located at 175 Kings Highway, Apt. 7A5, Port Charlotte, Florida 33983, as its agent to accept service of process within the State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
MICHAEL HARRINGTON, JR.  
175 Kings Highway, Apt. 7A5  
Port Charlotte, Florida 33983

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