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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: DOMINION AUTO SALES, INC.

AUDIT NUMBER.....H97000005692

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

CERT. OF STATUS..0

PAGES..... 4

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ARTICLES OF INCORPORATION
OF
DOMINION AUTO SALES, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name of the Corporation is: DOMINION AUTO SALES, INC.

Principle Office: 622 North State Road 7
Hollywood, Florida

ARTICLE II

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the business permitted under the laws of the United States and of all State of Florida. The Corporation shall exist perpetually.

ARTICLE III
CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of one hundred (100) shares of one class of common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV
PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V
INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, except as to suits by any such officer or director against the

Prepared By: Ashley L. Diener, Esq., Fl. Bar No. 315079
2020 N.E. 163rd Street, Suite 300
North Miami Beach, Fl 33162
Phone: (305) 944-9100

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Corporation.

ARTICLE VI
INITIAL REGISTERED AGENT AND
INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are: DAVID WRIGHT

INITIAL REGISTERED AGENT: DAVID WRIGHT

INITIAL REGISTERED OFFICE: 622 North State Road
Hollywood, Florida

ACKNOWLEDGMENT AND CONSENT
OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.


Registered Agent/DAVID WRIGHT

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is two (2).

ARTICLE VIII

INITIAL DIRECTORS

The names and addresses of the initial members of the Board of Directors are: DAVID WRIGHT, President, and Vice President

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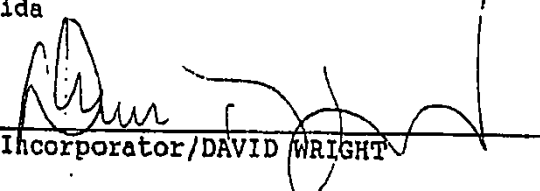
The number of Directors may be increased or decreased from time to time By-Laws adopted by the Stockholders.

ARTICLE IX

The Name and address of the incorporator executing these Articles of Incorporation is:

INCORPORATOR: DAVID WRIGHT

ADDRESS: 622 North State Road 7
Hollywood, Florida


Incorporator/DAVID WRIGHT

STATE OF FLORIDA }
COUNTY OF DADE } SS.


The foregoing instrument was acknowledged before me this 7
day of April, 1997, by DAVID WRIGHT, who is personally
known to me or who has produced Fl. Drivers License, as
identification and who did (did not) take an oath.

MY COMMISSION EXPIRES:

NOTARY PUBLIC:



ASHLEY DIENER
MY COMMISSION # 00489187 EXPIRES
September 3, 1998
BONDED THROUGH FARM INSURANCE, INC.


State of Florida at Large

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TALLAHASSEE, FLORIDA

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