PO TOO SUBSTITUTE OF THE PORT OF THE PORT

MAS AUTO 5210 E DOURR,	SALES INC. . SR GO FL 38527	Office Use Only
CORPORATION	 NAME(S) & DOCUMENT NUMI	BER(S), (if known):
2(Corp	oration Name) (Doc oration Name) (Doc	nument #) nument #) nument #)
	oration Name) (Doc	_
	Pick up time Will wait Photocopy	1.4
NEW FILINGS	AMENDMENTS	600002 1 498062 -04/21/9701167014 ******78.75 ******78.75
Profit	Amendment	***************************************
NonProfit	Resignation of R.A., Officer/Direct	or
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	SS 51
OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark	FILED 7 APR 21 PH 3-33 ECRETANT OF STATE LLAHASSEE, FLORIDA
	Other	.(1)

Examiner's Initials

2 2 1997

ARTICLES OF INCORPORATION

OF

M & S AUTO SALES INC.

The undersigned incorporators, for the purpose of form a corporation under the Florida General Corporation and hereby adopt the following Articles of Incorporation of

ARTICLE I - NAME

The name of the corporation shall be: M & S AUTO SALES INC.

With principal and registered offices at:5210 STATE RD. 60 EAST

DOVA, FLORIDA 33527

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: SEVEN THOUSAND FIVE HUNDRED (7,500) shares of one dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The names and street addresses of the initial officers and directors who shall hold office the first year of the corporation's existence or until their successors are elected are: LARRY SIMMONS

5210 STATE RD. 60 EAST DOVA FLORIDA, 33527

ARTICLE VI - INCORPORATORS

The names and addresses of the incorporators to this articles of incorporation are:LARRY SIMMONS

5210 STATE RD. 60 EAST DOVA, FLORIDA, 33527

orgnatures of incorporators		
V. 21 Simon		
DATE3/3/97		
DATE		
D. S. M.		

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: M & S AUTO SALES INC.
- 2. The name and address of the registered agent and office is: LARRY SIMMONS, 5210 STATE RD. 60, DOVA FLORIDA 33527

SIGNATURE_	(Corporate Officer)
TITLE	PRESIDENT
DATE	3/3/97

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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TOO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 3/3/57

FILED

97 APR 21 PH 3:37

SECRETARY STATE
TAIL AHASSEE FLORIDA