

797000037331

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 97 APR 25 PM 3:25
 SECRETARY OF STATE
 TALLAHASSEE, FL 32302

K.R. APR 25 1997

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	4/25/97		
TIME	1:30		CK No. _____
BY	LS		

WALK-IN
 Will Pick Up _____

RE: Executive Autoworks
Inc.

	C.C. FEE.	DISBURSED
Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS _____

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

97
 APR 25 PM 1:51
 RECEIVED
 THANK YOU
 from
 Your Capital Connection

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97 APR 25 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be: **EXECUTIVE AUTOWERKS, INC.**

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is to purchase automobiles, sell automobiles, lease automobiles, export, service, repair, acquire parts, deal in goods, wares, merchandise, and materials of every kind and description, to finance automobiles, trade automobiles and parts, real and personal property; except that it is not to conduct a banking, safe deposit, trust, insurance, surety association, fraternal benefit society, state fair or exposition.

In addition the Corporation shall have power:

(1) to conduct business in, have one or more offices in, and buy, hold mortgage, sell convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the state of Florida and in all other states and countries;

(2) to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required;

(3) to purchase the corporate assets of any other corporation and engage in the same or other character of business;

(4) to guarantee, endorse, purchase, hold, sell transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock;

(5) to engage in any and all other activity or business whatever permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 7,500 shares of common stock of a par value of \$1.00 per share.

ARTICLE IV

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same class or series as that which is already issued shall have the right to purchase a prorata share thereof at the price at which it is offered to others.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually, commencing on the date of the filing of these Articles of Incorporation with the Secretary of State.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is **7512 Dr. Phillips Blvd. Suite 50-164 Orlando, FL 32819** The corporation has designated as its registered Agent, **Peter D. Simon**

ARTICLE VII

DIRECTORS

This corporation shall have **1** director initially. The number OR directors may be increased or diminished from time to time, by Corporate Bylaws adopted by the stockholder, but shall never be less than one (1) or more than 1. The names and addresses of the initial Director of this Corporation

Peter D. Simon 7512 Dr. Phillips Blvd. Suite 50-164 Orlando, FL 32819

ARTICLE VIII

INCORPORATORS

The name and address of each Incorporators of this Corporation and the number of shares of stock each agrees to take are:

Peter D. Simon 7512 Dr. Phillips Blvd. Suite 50-164 Orlando, Fl 32819

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

Peter D. Simon

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That **EXECUTIVE AUTOWERKS, INC.**

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at


7512 Dr. Phillips Blvd. Suite 50-164 Orlando, Fl 32819 County of Orange, State of Florida has named **Peter D. Simon** located at

7512 Dr. Phillips Blvd. Suite 50-164 Orlando, Fl 32819 County of Orange, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at 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.

Peter D. Simon

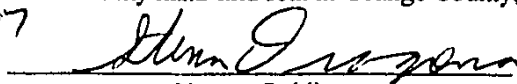
by 
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida, County of Orange

Before Me, the undersigned authority, personally appeared **Peter D. Simon** Incorporator, who is to me well known and the person described in and who executed the above Articles of Incorporation and he did freely and voluntarily acknowledge before me according to law that he made and executed the same for the uses and purposes therein mentioned and set forth.

In witness whereof, I have hereunto set my hand and seal at Orange County, State of Florida, this 24th day of APRIL, 1997


Notary Public
STEVEN DRAGONA

