

MAY 2, 1997

P97000040629

State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Gentlemen:

Please accept and process my articles of incorporation as attached.

Enclosed is my check for \$122.50 to cover your processing fees.

Please address all correspondence to:

HARVELL HARRIS

3626 SPRINGVILLE DRIVE  
VALRICO, FL. 33594  
(813)651-0813

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-05/06/97--01012--014  
\*\*\*\*122.50 \*\*\*\*122.50

Thank you for your assistance in this matter.

Respectfully Submitted,

  
HARVELL HARRIS

3626 SPRINGVILLE DRIVE  
VALRICO, FL. 33594

Encls.

FILED  
97 MAY -6 PM 1:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAY 7 1997  


ARTICLES OF INCORPORATION

of

SHARP CARS, INC.

ARTICLE I - NAME

The name of the corporation is ----- SHARP CARS, INC.  
and whose principal office location is 3626 SPRINGVILLE DRIVE  
VALRICO, FL. 33594

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

AUTO SALES and shall include the  
transaction of any and all lawful business for which corporations may be  
incorporated under State of Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock, having  
a par value of \$1.00 per share.

The stock as foresaid shall be paid for in lawful money of the United  
States, or in property, labor or services at a just valuation to be  
fixed by the incorporators, or by the Board of Directors at a meeting  
to be called for that special purpose.

All voting power of this corporation shall be vested in the common  
stock above designated.

ARTICLE V - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this  
corporation of the same kind, class or series as that which he or  
she already holds, shall have the right to purchase his or her pro-  
rata share thereof at the price at which it is offered to others.

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97 MAY -6 PM 1:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this

corporation is: 3626 SPRINGVILLE DRIVE  
VALRICO, FL. 33594

and the name of the initial registered agent of this corporation  
is: HARVELL HARRIS

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of  
directors may be either increased or diminished from time to time  
by the bylaws, but shall never be less than one (1). The name and  
address of the initial director of this corporation is:

HARVELL HARRIS  
3626 SPRINGVILLE DRIVE  
VALRICO, FL. 33594

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

HARVELL HARRIS  
3626 SPRINGVILLE DRIVE  
VALRICO, FL. 33594

ARTICLE IX - POWERS

This corporation shall have all of the corporate powers enumerated  
in the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned subscriber has executed these

Articles of Incorporation, this 2nd day of MAY, 19 97.

Harvell Harris  
HARVELL HARRIS

I hereby am familiar with and accept the duties and responsibilities as  
registered agent for said corporation.

Harvell Harris  
HARVELL HARRIS, Registered Agent

FILED  
97 MAY -6 PM 1:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF Hillsborough

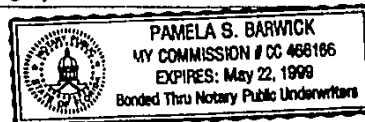
BEFORE ME, a Notary Public authorized to take acknowledgements  
in the state and county set forth above, personally appeared,  
HARVELL HARRIS, known to me and by me to be the person who  
executed the foregoing Articles of Incorporation, and acknowledged  
before me, that they executed those Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL, this 2nd day of MAY,  
19 97.

I.D. Provided DRIVERS LICENSE HL20-320-51-284-D

Pamela S. Barwick

Notary Public



My commission expires: