ACCOUNTING, INC. 36

3583 N.W. 9th Ave. (Powerline Rd.) Fort Lauderdale, Florida 33309 Phone: 564-5309 June 1, 1997

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

Dear Sirs:

Enclosed please find the new Articles of Incorporation for A.J.'s Auto & Truck, Inc. Please process and return to me your acknowledged receipt and charter of the State of Florida. A filing fee of \$122.50 is also enclosed.

Thank you for your prompt attention.

Sincerely,

P.C. Butler

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ARTICLES OF INCORPORATION OF A.J.'S AUTO & TRUCK, INC.

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ARTICLE I - NAME

The name of this corporation is A.J.'s Auto & Truck, Inc.

ARTICLE II - DURATION

The corporation will have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock which shall be designated "COMMON SHARES".

ARTICLE V - PREEMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 11900 Wiles Road, Coral Springs, Florida 33067, and the name of the initial Registered Agent of this corporation at that address is Brian Sylvia. This is also the Principal office of the corporation.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors consisting of the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The names and addresses of the initial Board of directors of this corporation are:

NAME
Brian Sylvia
Celeste Sylvia

ADDRESS 11900 Wiles Road Coral Springs, Florida 33067

ARTICLE VIII - INCORPORATORS

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

<u>NAME</u> Brian Sylvia ADDRESS 11900 Wiles Road Coral Springs, Florida 33067

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day, the _______ of ______, 1997.

STATE OF FLORIDA COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Brian sylvia known to me and known by me to be a person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

Notary Public, State of Florida at large

My Commission Expires:

STUART B. COHEN
MY COMMISSION # CC 384519
EXPIRES: May 14, 1996
Bonded Thru Notary Public Underwriters

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

In Pursuance of Chapter 48.091, FLORIDA STATUTES 1, the following is submitted, in compliance with said Act:

BRIAN SYLVIA, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Coral Springs, County of Broward, State of Florida, has named Brian Sylvia located at 11900 Wiles Road, Coral Springs, Florida 33067, County of Broward, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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 provisions of said Act relative to keeping open said office. Further, I am familiar with and accept the obligations provided for in Florida Statute 607.325.

BY: DE LAN SYLVIA