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June 16, 1997

Mr. Ronald Richmond
Haben & Richmond
2100 Centerville Rd., Ste. A
Tallahassee, FL 32308

ATTN: Becky

900002213579--3
-06/17/97--01001--002
*****70.00 *****70.00

Re: Center Auto Sales, Inc.

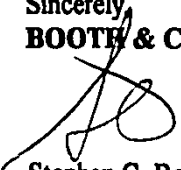
Dear Becky:

Enclosed you will find the Articles of Incorporation for Center Auto Sales, Inc. as well as my check made payable to the Secretary of State.

If you would be so kind as to have these Articles walked through the department and returned overnight mail, it would be greatly appreciated. I am enclosing the fee for your services.

I appreciate your cooperation.

Sincerely,
BOOTH & COOK, P. A.


Stephen C. Booth
SCB/ms
Enclosures


6/16

FILED
97 JUN 16 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

422.1221
Becky

ARTICLES OF INCORPORATION
OF
CENTER AUTO SALES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I.

The name of this corporation is CENTER AUTO SALES, INC.

ARTICLE II.

This corporation is organized for the purposes of engaging in any and lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV.

This corporation shall have perpetual existence and its existence shall commence upon the filing of these Articles.

ARTICLE V.

The street address of the principal office is 14 B Commercial Way, Spring Hill, Florida 34606, and the address of the initial registered office of this corporation is 14 B Commercial Way, Spring Hill, Florida 34606, and the name of the initial registered agent at that address is RALPH WENZEL.

ARTICLE VI.

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are: TERRY WENZEL, President and RALPH WENZEL, Secretary/Treasurer.

ARTICLE VII.

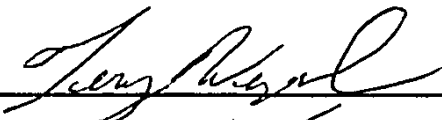
The corporation shall indemnify any officer or director, or any officer or director, to the full extent permitted by law.

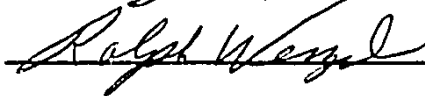
ARTICLE VIII.

The names and addresses of the persons signing these Articles are as follows:

TERRY WENZEL, 14 B Commercial Way, Spring Hill, FL 34606;
RALPH WENZEL, 14 B Commercial Way, Spring Hill, FL 34606.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 12 day of June, 1997.





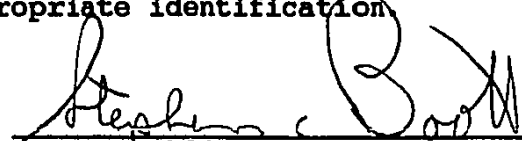
IN WITNESS WHEREOF, the undersigned, with the execution of these Articles, is familiar with and accepts the duties as registered agent.



RALPH WENZEL as Registered Agent

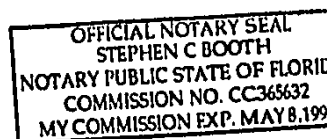
STATE OF FLORIDA :
COUNTY OF :

The foregoing instrument was acknowledged before me this 12 day of JUNE, 1997, by RALPH WENZEL who is personally known to me or who has produced D/L as appropriate identification.



Notary Public
Print Name:
My Commission Number:
My Commission Expires:

THIS INSTRUMENT PREPARED BY:
STEPHEN C. BOOTH, Esquire
Booth & Cook, P.A.
7510 Ridge Road
Port Richey, FL 34668
Telephone: (813) 842-9105



SECRETARY OF STATE
TALLAHASSEE FLORIDA

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