

P97000068673

Law Offices
ROWE and ROWE, P.A.
9471 Baymeadows Road, Suite 203
Jacksonville, Florida 32256

EFFECTIVE DATE
8/6/97

Robert L. Rowe, Jr.
R. Lee Rowe, III

Telephone (904) 730-2070
Facsimile (904) 730-2618

August 6, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: AUTOCRAFTERS INTERNATIONAL, INC.-III
Our File No. 3957

700002260377--6
-08/07/97--01031--001
****122.50 ****122.50

Gentlemen:

Enclosed is an original and copy of the Articles of Incorporation of this proposed corporation. Please file the Articles of Incorporation and certify and return the copy.

NOTE: CORPORATE EXISTENCE COMMENCES AUGUST 6, 1997.

NOTE: The name of this corporation, Autocrafters International, Inc.-III is similar to the names of two other corporations. Both of the other corporations with similar names are owned by two individuals who are also two of three owners of this new corporation. The owners will be Directors of this new corporation.

A check for \$122.50 is enclosed to cover the \$35.00 filing fee, \$52.50 fee for certified copy of the Articles of Incorporation and \$35.00 fee for registered agent.

PLEASE CALL US COLLECT IF THERE ARE ANY PROBLEMS.

Very truly yours,


R. Lee Rowe, III

LR:cc
Enclosures

FILED
97 AUG - 7 AM 7:58
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T.M.-8/8/97

EFFECTIVE DATE
8/6/97

**ARTICLES OF INCORPORATION
OF
AUTOCRAFTERS INTERNATIONAL, INC. - III**

The undersigned subscribers to these Articles of Incorporation, hereby execute these Articles of Incorporation to form a corporation under the laws of the State of Florida.

I. NAME AND MAILING ADDRESS

The name of this corporation is AUTOCRAFTERS INTERNATIONAL, INC. - III and the business and mailing address is 13349 N. Main Street, Jacksonville, Florida, 32218.

II. TERM OF EXISTENCE

This corporation is to exist perpetually. Corporate existence shall commence on August 6, 1997.

III. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, Chapter 607, Florida Statutes.

IV. CAPITAL STOCK

The maximum or aggregate number of shares this corporation is authorized to issue is 10,000 shares of common voting stock with a par value of \$1.00 per share.

V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 9471 Baymeadows Road, Suite 203, Jacksonville, Florida 32256, and the name of the initial registered agent of this corporation at that address is Rowe and Rowe, P.A.

FILED
97 AUG -7 AM 7:58
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

VI. DIRECTORS

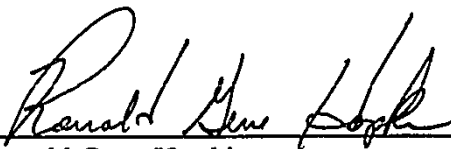
This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Timothy N. Ellis	1446 Blair Road Jacksonville, Florida 32221
Ronald Gene Hopkins	2144 Matefield Road Jacksonville, Florida 32225
Robert B. Hartley	1407 Eastwind Drive Jacksonville Beach, Florida 32250

VII. INCORPORATOR

The name and address of the person signing these Articles is Ronald Gene Hopkins, 2144 Matefield Road, Jacksonville, Florida 32225.

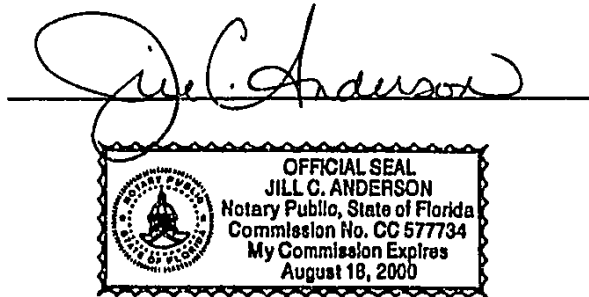
In witness whereof, I, the undersigned subscribing incorporator, have hereunto set my hand and seal on August 6, 1997.



Ronald Gene Hopkins

STATE OF FLORIDA
COUNTY OF DUVAL


The foregoing instrument was acknowledged before me on August 6, 1997,
by Ronald Gene Hopkins who is personally known to me or who has produced his Florida
Driver's Licenses as identification and who did not take an oath.



ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Rowe and Rowe, P.A., hereby accepts the designation of Registered Agent
for AUTOCRAFTERS INTERNATIONAL, INC. - III a proposed Florida Corporation.

DATED on August 6, 1997.



R. Lee Rowe, III, - Vice President

FILED
97 AUG - 7 AM 7:58
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA