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THOMAS SALE, JR.  
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August 6, 1997

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\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 36314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 14 PM 12:59

Re: BAYTOWN CAR & TRUCK, INC.

Gentlemen:

Enclosed are an original and one copy of the Articles of Incorporation, along with designation of registered agent, for Baytown Car & Truck, Inc., which we will appreciate your filing and returning a certified copy.

Also enclosed is my check in the amount of \$122.50 for the filing fee.

If anything else is needed, please let me know.

Very truly yours,

*Thomas Sale, Jr. 12*

Thomas Sale, Jr.

TSJr/km

Enclosures

cc: Mr Harvey A. Pitts

8-14-97  
WS

ARTICLES OF INCORPORATION  
OF  
BAYTOWN CAR & TRUCK, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 14 PM 12:59

The undersigned subscriber to these Articles of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

Article I - Name

The name of the corporation is BAYTOWN CAR & TRUCK, INC. The principal office of the corporation is 2420 Frankford Avenue, Panama City, Florida 32405 and the mailing address is P. O. Box 27878, Panama City, Florida 32411.

Article II - Nature of Business

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

Article III - Duration

This corporation shall have perpetual existence and shall commence on filing.

Article IV - Capital Stock

This corporation is authorized to issue 100 shares of common stock, each share having the par value of \$1.00.

Article V - Initial Registered  
Office and Agent

The street address of the initial registered office of this corporation is 2420 Frankford Avenue, Panama City, Florida, and the name of the initial registered agent of this corporation at that address is Harvey A. Pitts, Sr.

Article VI - Board of Directors

This corporation shall have two 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:

Harvey A. Pitts, Sr.  
P. O. Box 27878  
Panama City, FL 32411

Sue Pitts  
P. O. Box 27878  
Panama City, FL 32411

Article VII - Preemptive Rights

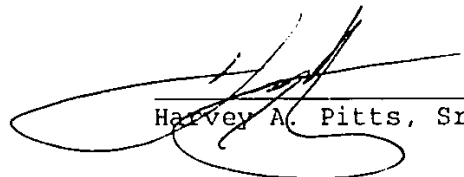
The shareholders of the corporation shall have the preemptive right to acquire unissued or treasury shares of the corporation in proportion to their respective percentages of stock ownership.

Article VIII - Incorporators

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

Harvey A. Pitts, Sr.  
P. O. Box 27878  
Panama City, FL 32411

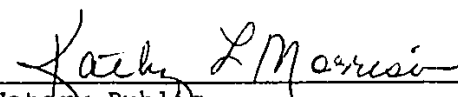
IN WITNESS WHEREOF, I have hereunto set my hand and seal  
this 6 day of August, 1997.

 (Seal)  
Harvey A. Pitts, Sr.

STATE OF FLORIDA  
COUNTY OF BAY

BEFORE ME, the undersigned authority, this day personally appeared Harvey A. Pitts, Sr., who is personally known to me ~~or who produced~~ as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and seal in the state and county aforesaid  
this 6 day of August, 1997.

  
Notary Public  
My Commission expires:



Official Seal  
KATHY L. MORRISON  
Notary Public, State of Florida  
My Comm. Expires Sept. 28, 2000  
No. CC587628

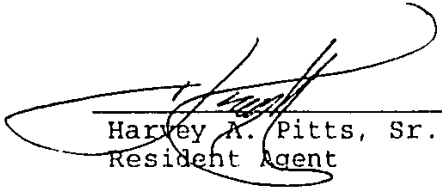
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said act:

First, Baytown Car & Truck, Inc. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at 2420 Frankford Avenue, Panama City, Florida 32405, Bay County, Florida, has named Harvey A. Pitts, Sr., located at 2420 Frankford Avenue, Panama City, Florida 32405, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as Resident Agent for the above stated corporation, at the place designated in this certificate, I hereby accept said appointment, state that I am familiar with, and accept the obligations provided for in the Florida Statute 607.0505.

  
Harvey A. Pitts, Sr.  
Resident Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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