

P980000 41488

The End Result, Inc.
Accounting & Tax Service

May 4, 1998

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

000002512070--0
-05/05/98-01139-010
****122.50 ****122.50

Subject: Incorporation of Allstates Motorcar, Inc.

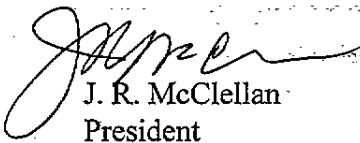
Gentlemen:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50.

Your approval of this request for incorporation will be greatly appreciated. Please forward the approved Articles of Incorporation and Certificate to:

The End Result, Inc.
1655 E. Semoran Blvd. - Suite 29
Apopka, Florida 32703

Sincerely,


J. R. McClellan
President

Enclosures
Original and One Copy of Articles
Check (\$122.50)

FILED
98 MAY -5 PM 2:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Articles of Incorporation of

Allstates Motorcars, Inc.

FILED

98 MAY -5 PM 2: 15

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article I - Name

The name of the corporation shall be: **Allstates Motorcars, Inc.**

Article II - Principal Office

The Principal place of business and mailing address of this corporation shall be:

1655 E. Semoran Blvd. - Suite 29
Apopka, Florida 32703

Article III - Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1000)

Article IV - Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

J. R. McClellan
1655 E. Semoran Blvd. - Suite 29
Apopka, Florida 32703

Article V - Incorporators

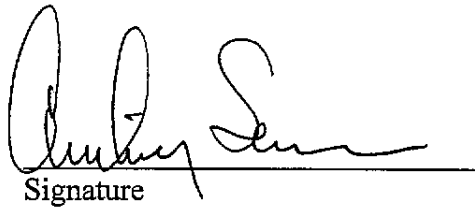
The names and street address of the incorporator to these Articles of Incorporation are:

Anthony Scrima

1655 E. Semoran Blvd. - Suite 29

Apopka, Florida 32703

The Undersigned Incorporator has executed these Articles of Incorporation this 4th Day of May, 1998

A handwritten signature in black ink, appearing to read 'Anthony Scrima', is written over a horizontal line. The signature is fluid and cursive.

Signature

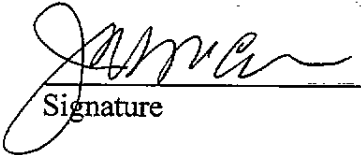
Certificate of Designation of Registered Agent/Registered Office

PURSUANT TO PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is: **Allstates Motorcars, Inc.**
2. The name and address of the registered agent and office is:

J. R. McClellan
1655 E. Semoran Blvd. - Suite 29
Apopka, Florida 32703

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature

5/4/98

Date

FILED
98 MAY -5 PM 2:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA