

P98000042708

**A-1 Dependable Bookkeeping
& Tax Service, Inc.**



April 22, 1998

I am so very sorry that this check was not sent along with the original paperwork for Pete & Del's Mastertech Auto, Inc.

If you require anything else, please feel free to contact me at your earliest convenience.

Thank you,

RoseAnne Brescia

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-05/01/98--01002--022
***122.50 ***122.50



FILED
98 MAY -1 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 27, 1998

ROSEANNE M BRESCIA
221 PAULS DR, SUITE D
BRANDON, FL 33511

SUBJECT: PETE & DEB'S MASTERTECH AUTO, INC.
Ref. Number: W98000009323

We have received your document for PETE & DEB'S MASTERTECH AUTO, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent	
Designation	\$35
Certified Copy	\$52.50
Total Fee Due	\$122.50

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 998A00022627

ARTICLES OF INCORPORATION

OF

Pete & Deb's Mastertech Auto, Inc.

FILED
98 MAY -1 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Article of Incorporation,
natural persons competent to contract, hereby subscribe to and form a
corporation for profit under the laws of the State of Florida.

ARTICLE I

(Name)

1.01 The name of the corporation is Pete & Deb's Mastertech Auto, Inc.

ARTICLE II

(Nature of Business)

2.01 The corporation may engage in any activity or
business that is permitted under the laws of
The United States of America and of this State.

ARTICLE III

(Capital Stock)

3.01 The maximum number of share of stock that this
corporation is authorized to have outstanding at one time is
One Hundred (100) shares of common stock having nominal or
par value of One Dollar (\$1.00) per share. Said stock
shall be payable in cash, property, labor, or services
at a just valuation to be fixed by the stockholders
at a meeting called for that purpose.

ARTICLE IV

(Capital)

4.01 The amount of capital with which this corporation shall begin is One Hundred Dollars (\$100.00).

ARTICLE V

(Corporate Existence)

5.01 Commencement - The date when corporate existence shall commence shall be May 1, 1998.

5.02 Duration - This corporation shall exist perpetually until dissolved according to law.

ARTICLE VI

(Principal Office)

6.01 Principal Office - The post office address of the principal office of this corporation in the State of Florida is 1809½ W Brandon Blvd., Bldg 2A, Brandon, FL 33511.

6.02 Relocation - The stockholders may, from time to time, move the location of the principal office to any other address in the State of Florida.

ARTICLE VII

(Number of Directors)

7.01 The number of directors of this corporation shall not be less than one (1). The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

(Names and Addresses of the Board of Directors)

8.01 Designation - The name, post office addresses, and street addresses of the first Board of Directors who shall serve until the first annual meeting or until their successors shall have been elected and qualified are:

NAME	ADDRESS	OFFICE	S.S.	OWNERSHIP
Peter A. Katosh	4504 SR 574 Lot 60 Plant City, FL 33567	President	330-62-2544	49%
Deborah R. Kirkbride	4504 SR 574 Lot 60 Plant City, FL 33567	Sec/Treas	156-54-8299	51%

Executed by the undersigned at BRANDON Florida

on this 22nd day of APRIL, 1998.

Peter A. Katosh
Peter A Katosh

Julie R Posner
Witness

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

On this 22nd of April, 98 before me, an officer duly authorized to take acknowledgements, personally appeared, PETER A. KATOSH known to me to be those persons whose names are subscribed to the foregoing Articles of Incorporation, and they acknowledged to me that they executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and set this

Charles L. Brascia
NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires



Charles L. Brascia
MY COMMISSION # C0553231 EXPIRES
May 10, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

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

PURSUANT to Section 48.091, Florida Statutes, the

following is submitted:

FIRST: Pete & Deb's Mastertech Auto, Inc.

desiring to organize as a corporation under the laws of the

State of Florida, hereby names Peter A. Katosh

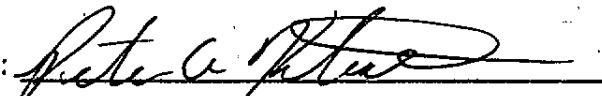
as its agent to accept the service of process within this
state, and hereby designates 1809½ W. Brandon Blvd., Bldg 2A, Brandon, FL 33511

as the street address of this office for service of process
within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the
above stated corporation at the place designated in this
Certificate, I hereby agree to act in this capacity, and
agree to comply with the provisions of Section 48.091
relative to keeping open said office.

BY:


Peter A. Katosh

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA