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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: CAR DYNAMICS, INC.

AUDIT NUMBER.....H98000014576

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA

B. BROCK AUG 6 1998

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H98000014576  
ARTICLES OF INCORPORATION  
OF  
CAR DYNAMICS INC.

ARTICLE I - NAME

The name of this corporation is CAR DYNAMICS INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 5,000 shares of One Dollar (\$1.00) par value stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

In accordance with Florida Statute 607.0630, it is expressly provided herein that every shareholder of this corporation shall have pre-emptive rights in any new stock of the same kind, class or series as that which they already hold and they shall have the right to purchase their pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others, which price, in the case of par value shares, may be in excess of par.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 9575 Southern Boulevard, Unit C, Royal Palm Beach, FL 33411 and the name of the initial registered agent of this corporation is Todd Fullone, 9575 Southern Boulevard, Unit C, Royal Palm Beach, FL 33411.

Prepared by:

DOMINICA L. FRASCA, ESQ.  
PANZA, MAURER, MAYNARD & NEEL, P.A.  
3600 N. Federal Highway, 3rd Floor  
Fort Lauderdale, FL 33308  
(954) 390-0100 / FBND . 564125

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ARTICLE VII-INITIAL BOARD OF DIRECTORS

This corporation shall have one director 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 Director(s) of this corporation are:

Todd Fullone Director  
9575 Southern Boulevard, Unit C  
Royal Palm Beach, FL 33411

ARTICLE VIII - INCORPORATOR

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

Todd Fullone  
9575 Southern Boulevard, Unit C  
Royal Palm Beach, FL 33411

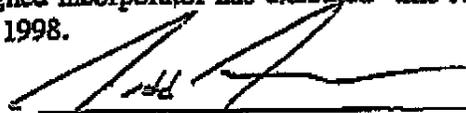
ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

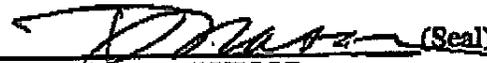
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed this Articles of Incorporation on 8-5-98, 1998.

  
TODD FULLONE

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 5 day of August, 1998, 1998 by TODD FULLONE who is personally known to me or who has produced DRIVER'S LICENSE as identification.

 (Seal)  
NOTARY PUBLIC  
My commission Expires:



DOMENICA FRASCA  
My Commission CC449103  
Expires Mar. 28, 1999  
Bonded by ANB  
800-852-5879

H98000014576

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

TODD FULLONE  
9575 SOUTHERN BOULEVARD, UNIT C  
ROYAL PALM BEACH, FLORIDA 33411

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT CAR DYNAMICS INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF ROYAL PALM BEACH, STATE OF FLORIDA, HAS NAMED TODD FULLONE, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:   
TODD FULLONE

TITLE: INCORPORATOR

DATE: 8-5-98, 1998

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 I FURTHER ACCEPT TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:   
TODD FULLONE  
Registered Agent

DATE: 8-5-98, 1998

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TALLAHASSEE, FLORIDA

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