

Original

TRANSMITTAL LETTER

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

SUBJECT: MONEY'S AUTO ACCESSORIES, INC.

(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of articles of incorporation and a check
for:

X 70.00

78.75

122.50

131.25

FROM: ANTRAY LEE
Name (printed or typed)

3123 LAIRD AVENUE
Address

NEW PORT RICHEY, FL 34653
City, State & Zip

(727) 946-6189
Daytime Telephone number

100002611631--8

-08/10/98-01060-019

*****70.00 *****70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 AUG 10 PM 4:08

FILED

NOTE: Please provide the original and one copy of the articles.

AUG 12 1998

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ARTICLES OF INCORPORATION
OF

MONEY'S AUTO ACCESSORIES, INC.

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98 AUG 10 PM 4:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be:

MONEY'S AUTO ACCESSORIES, INC.

ARTICLE II PRINCIPAL OFFICE

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

3123 LAIRD AVENUE
NEW PORT RICHEY, FL 34653

ARTICLE III CAPITAL STOCK

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

500 SHARES NON-PAR

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JAMES H. COLLIER SR.
4344 SANDDOLLAR COURT
NEW PORT RICHEY, FL 34652

ARTICLE V INCORPORATOR(S)

The name (s) and street address (s) of the Incorporator (s) to these Articles of Incorporation is (are):

ANTRAY LEE
3123 LAIRD AVENUE
NEW PORT RICHEY, FL 34653

The undersigned has (have) executed these Articles of Incorporation this

5TH DAY OF AUGUST 1998

Antray Lee P Signature/Title

____ Signature/Title

____ Signature/Title

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER 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:_____

MONEY'S AUTO ACCESSORIES, INC. _____

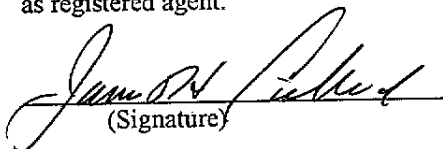
The name and address of the registered agent and office is:

_____ JAMES H. COLLIER SR. _____
(Name)

_____ 4344 SANDDOLLAR COURT _____
(P. O. Box not acceptable)

_____ NEW PORT RICHEY, FL 34652 _____
(City/State/Zip)

I have been named as registered agent and to accept service of process for the aboved 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)

_____ 8-5-98 _____
(Date)

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98 AUG 10 PM 4:08
TALLAHASSEE, FLORIDA
SECRETARY OF STATE