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ACCOUNT NO. : 072100000032

REFERENCE : 935382 7139933

AUTHORIZATION :

Patricia Pujate

COST LIMIT : \$ 70.00

ORDER DATE : August 20, 1998

ORDER TIME : 9:04 AM

ORDER NO. : 935382-005

CUSTOMER NO: 7139933

CUSTOMER: John M. Brunson, Esq
JOHN MORGAN BRUNSON, ESQ.

1474 Jordan Hills Court

Clearwater, FL 33756

200002621972--3

DOMESTIC FILING

NAME: RETROFIT PARTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 21 PM 12:51

RECEIVED
98 AUG 21 AM 10:47
DIVISION OF CORPORATION

8/21/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 21 PM 12:51

ARTICLES OF INCORPORATION
OF
RETROFIT PARTS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

RETROFIT PARTS, INC.

The address of the principal office of this corporation shall be 1400 49th Avenue, Northeast, St. Petersburg, Florida 33703 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Todd C. Werner	1400 49th Avenue, Northeast
Dir./Pres./Sec.	St. Petersburg, Florida 33703

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

FILED
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DIVISION OF CORPORATIONS

98 AUG 21 PM 12:51

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company, on August 21, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

ACG/jjw