P98000077362

May 1, 1998

Florida Department Of State Division Of Corporations P. O. Box 6327 Tallahassee, Florida 32314

100002559621--3 -06/15/98--01060--015 *****70.00 ******70.00

RE: Articles Of Incorporation

Gentlemen:

Enclosed please find the Articles Of Incorporation for the purpose of approval of the Secretary Of State.

In addition, we remit the following fees:

Filing Fee \$35.00 Registered Agent 35.00 Total \$70.00

Sincerely,

APPROVED AND FILED SEP-8 PM 1:09 ECRETARY OF STATE LLAHASSEE, FLORIDA

Mark J. Petrantoni
MP Cars, Inc.
5053 Waterside Drive
Port Richey, Florida 3466819115 HUCKAVALLE Rd.
ODESSA, FL. 33556

B. BROCK SEP 0 1998 96



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 16, 1998

MARK J. PETRANTONI 5053 WATERSIDE DRIVE PORT RICHEY, FL 34668

SUBJECT: MJP, INC.

Ref. Number: W98000013862

We have received your document for MJP, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6925.

nausto mp lans Inc

Barbara Brock Document Specialist

Letter Number: 198A00033503

98 SEP -8 PM 1: 09"
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ASSEE, FLORID

STATE OF FLORIDA

ARTICLES OF INCORPORATION

OF

MP CARS, INC.

FIRST. The name of this corporation is MP Cars, Inc.

SECOND. Its registered office in the State Of Florida is to be located at 5053 Waterside Drive, Port Richey, Florida 34668, County of Pasco. The registered agent in charge thereof is Mark J.

Petrantoni, 5053 Waterside Drive, Port Richey, Florida 34668.

1916 HUCKAVALLE RD., ODESSA, FL. 33556

THIRD. The nature of the business and, the objects and purposes proposed to be transacted, promoted, and carried on, are to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world.

"The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law Of Florida."

FOURTH. The amount of the total authorized capital stock of this

corporation is Ten Thousand (10,000) shares of One Dollar (\$1.00)

Par Value.

FIFTH. The name and mailing address of the incorporator is as follows:

Mark J. Petrantoni 5053 Waterside Drive

19115 HUCKAVALLE RD. Port Richey, Florida 34668

ODESSA, FL. 33556

SIXTH. The powers of the incorporator is to terminate upon filing of the Certificate Of Incorporation, and the names and mailing addresses of the persons who are to serve as directors until the first annual meeting of stockholders or until their successors are elected and qualify are as follows:

Mark J. Petrantoni

5053-Waterside Drive 19115 Huckavalle Rd. Port Richey, Florida 34668 ODESSA, FL. 33556

SEVENTH. The Directors shall have the power to make and to alter or amend the By-Laws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed mortgages and liens without limit as to the amount, upon the property and franchise of the Corporation.

With the consent in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the Directors shall have the authority to dispose, in any manner, of the whole property of the corporation.

The By-Laws shall determine whether and to what extent the accounts and books of the corporation, or any of them, shall be open to the inspection of the stockholders; and no stockholder shall have any right of inspecting any account, or book or document of this corporation, except as conferred by the Law of the By-Laws or by resolution of the Stockholders.

The stockholders and directors shall have the power to hold their meetings and keep the books, documents and papers of the Corporation at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders or directors, except as otherwise required by the laws of Florida.

It is the intention that the objects, purposes and powers specified in the Third paragraph hereof shall, except where otherwise specified in said paragraph, be nowise limited or restricted by reference to or inference from the terms of any other clause or paragraph in the Certificate of Incorporation, but that the objects, purposes and powers specified in the Third paragraph and in each of the clauses or paragraphs of this charter shall be regarded as independent objects, purposes and powers.

I, THE UNDERSIGNED, for the purpose of forming a Corporation under the laws of the State Of Florida, do make, file and record this Certificate and do certify that the facts herein are true; and I have accordingly hereunto set my hand.

Dated May 1, 1998

Mark J. Petranton

STATE OF FLORIDA

COUNTY OF PASCO

BEFORE ME, a Notary Public, personally appeared Mark J. Petrantoni to me known to be the person described as Incorporator and who executed the foregoing Articles Of Incorporation, and acknowledged before me that he subscribed to these Articles Of Incorporation on May 1, 1998.

My Commission Expires:

Notary Public, State Of Florida

SANDRA H. GAUBATZ
State of Florida
My Comm. Exp. August 16, 1999
Comm # CC 474903

Personally known by me Produced I.D.

APPROVED
AND
FILED
98 SEP -8 PM 1: 09
SECRETARY OF STATE
NIL AMASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0202(B), Florida Statues 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. The registered office and the principal office are the same.

The name of the corporation is MP Cars, Inc.

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

Mark J. Petrantoni, 5053 Waterside Drive, Port Richey, Plorida, 34668-19115 HUCKAVALLE RD. ODESSA, FL. 33556

Mark J. Petranton

President May 1, 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 AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0202(B), FLORIDA STATUTES.

Mark J. Petrantoni

May 1, 1998