CORAL GABLES, FLORIDA 33146-1424
TELEPHONE (305) 444-4949

JOSEPH B. RYAN III*
ALSO ADMITTED IN CALIFORNIA

TELECOPIER (305) 444-2289

August 31, 1998

800002631518--6 -09/02/98--01073--019 ****122.50 ****122.50

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

Re: AUTOMOTIVE STYLING CONCEPTS, INC.

Enclosed is an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for the above referenced Florida corporation.

Please forward a certified copy of the Articles of Incorporation to the undersigned. A check in the amount of \$122.50 is enclosed.

Very truly yours,

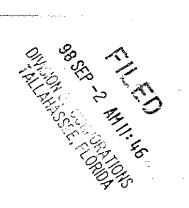
Joseph B. Ryan III

encl.

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ARTICLES OF INCORPORATION OF AUTOMOTIVE STYLING CONCEPTS, INC.



ARTICLE I Na<u>me</u>

The name of the corporation is AUTOMOTIVE STYLING CONCEPTS, INC.

ARTICLE II <u>Duration</u>

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the day these Articles are filed with the Florida Secretary of State.

ARTICLE III Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: 901 N.W. 7th Avenue, Fort Lauderdale, Florida 33311, and the name of the initial registered agent of this corporation at that address is: Ralph Jorge.

ARTICLE VI Board of Directors

This corporation shall have one (1) director. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1).

ARTICLE VII Incorporator

The name and address of the person signing these Articles is: Joseph B. Ryan III, Esq., 250 Bird Road, Suite 216, Coral Gables, Florida 33146.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 31st day of August, 1998.

Joseph B. Ryan III

Subscriber

STATE OF FLORIDA:)	
)	SS:
COUNTY OF MIAMIDADE.	•	

The foregoing instrument was acknowledged before me this 31st day of August, 1998, by JOSEPH B. RYAN III, who is personally known to me.

Elsa M Yanes
My Commission CC601771
Expires November 17, 2000

Notary Public, State of Florida

Type/Print/or Stamp Name of Notary

My Commission Expires:

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

AUTOMOTIVE STYLING CONCEPTS, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that AUTOMOTIVE STYLING CONCEPTS, INC. desiring to organize under the laws of the State of Florida with its principal office at: 901 N.W. 7th Avenue, Fort Lauderdale, Florida 33311, has named Ralph Jorge, located at 901 N.W. 7th Avenue, Fort Lauderdale, Florida 33311, as its agent to accept service of process within this state.

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

RALPH JORGE

by Joseph B. Ryan III as attorney-in-fact

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