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KURT ANDREW SIMPSON
A PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

September 14, 1998

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

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Gentlemen:

I am enclosing herewith the original and one (1) copy of the Articles of Incorporation of **TECHNICAL DIMENSIONS PORSCHE SPECIALISTS, INC.** Additionally, please find enclosed herewith my check in the amount of \$122.50 representing the filing fees for such corporation.

Would you be kind enough to furnish this office with a certified copy of the Articles of Incorporation.

Thanking you for your assistance in this matter, I am,

Sincerely yours,

KURT ANDREW SIMPSON,
A Professional Association


KURT ANDREW SIMPSON

KAS/kas
Enclosures

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF

TECHNICAL DIMENSIONS PORSCHE SPECIALISTS, INC.

The undersigned, acting as the Incorporators of Corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation:

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DIVISION OF CORPORATIONS
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FIRST

The name of the Corporation is: **TECHNICAL DIMENSIONS
PORSCHE SPECIALISTS, INC.**

SECOND

The period of duration of the Corporation is perpetual.

THIRD

The purpose or purposes for which the Corporation is organized are to engage in any activity of business permitted under the Laws of the United States of America and of this State.

FOURTH

The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock with a par value of \$1.00 per share.

Initial Issue: 1,000 shares of the Capital Stock of the Corporation shall be issued for cash, inventory, goods and merchandise at a par value of \$1.00 per share.

Stated Capital: The sum of the par value of all shares of Capital Stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time.

Dividends: The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the Corporation.

No Classes of Stock: The shares of stock of the Corporation are not to be divided into classes.

No Shares in Series: The Corporation is not authorized to issue shares in series.

FIFTH

The initial street address in Florida of the initial principle office of the Corporation is 8527 Alton Avenue, Jacksonville, Florida 32211, and the name and address of the initial Registered Agent is **ALBERT R. BROADFOOT, III**, 8527 Alton Avenue, Jacksonville, Florida 32211.

SIXTH

The initial Board of Directors shall consist of two members who need not be a resident of the State of Florida nor a Shareholder of the Corporation.

SEVENTH

The names and addresses of the persons who shall serve as the Director until the first annual meeting of Shareholders, or until their successors shall have been elected and qualified are as follows:

Albert R. Broadfoot, III	1640 Swimming Salmon Place So. Jacksonville, FL. 32225
Floyd E. English	1913 Grove Bluff Road Jacksonville, FL. 32259

EIGHTH

The names and addresses of the initial Incorporators are as follows:

Albert R. Broadfoot, III	1640 Swimming Salmon Place So. Jacksonville, FL. 32225
Floyd E. English	1913 Grove Bluff Road Jacksonville, FL. 32259

NINTH

The names and addresses of the persons who shall serve as the Officers until the first annual meeting of Shareholders, or until their successors shall have been elected and qualified are as follows:

Albert R. Broadfoot, III President/Secretary/Treasurer	1640 Swimming Salmon Place So. Jacksonville, FL. 32225
Floyd E. English	1913 Grove Bluff Road Jacksonville, FL. 32259

TENTH

Two-thirds consent of the Stockholders of the Corporation shall be required for any Shareholder action.

ELEVENTH

The Shareholders have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a Stockholders' meeting, with not less than a two-thirds vote of the common stock.

TWELFTH

The holders of the common stock of this Corporation shall have pre-emptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the Corporation. The pre-emptive right of any holder is determined by the ratio of the authorized and issued shares of stock held by the holder of all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation at Jacksonville Beach, Duval County, Florida, this 14th day of SEPTEMBER, 1998.

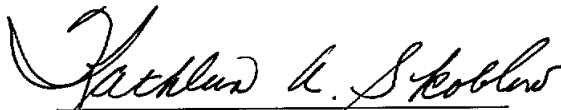

ALBERT R. BROADFOOT, III


FLOYD E. ENGLISH

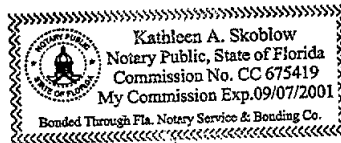
STATE OF FLORIDA, COUNTY OF DUVAL, To Wit:

Before me, the undersigned authority, personally appeared **ALBERT R. BROADFOOT, III** and **FLOYD E. ENGLISH**, who are to me well known to be the persons described in and who subscribed to the Articles of Incorporation, and that they did freely and voluntarily acknowledge before me, according to law, that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my Hand and Official
Seal at Jacksonville Beach, Duval County, Florida, this 14th
day of SEPTEMBER, 1998.



Notary Public



ACCEPTANCE

I, the undersigned, being a citizen of Jacksonville, Duval
County, Florida, do hereby accept the designation of Registered
Agent of the above-named Corporation.



ALBERT R. BROADFOOT, III

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