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HOWARD M. SWERBILOW
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MERRITT ISLAND, FLORIDA 32954-1271

407/453-3880

FAX MACHINE NUMBERS:
407/453-0112

10/15/98

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

800002665418--8
-10/16/98--01049--012
*****78.75 *****78.75

Re: Truck Nation Inc.

Dear Sir:

Enclosed please find an original of the articles of incorporation for the above corporation and check in the amount of \$78.75. Please return the proof of filing to me at the address above.

Thank-you

Howard M. Swerbilow
Howard M. Swerbilow

FILED
98 OCT 16 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



P-Mail
OCT 16 1998
4

ARTICLES OF INCORPORATION

OF

TRUCK NATION, INC.

FILED
98 OCT 16 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is TRUCK NATION, INC..

Article II - Duration

This corporation shall exist perpetually. The date of commencement of corporate existence shall be the date these articles are filed with the Secretary of State.

Article III - Purpose

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

Article IV - Capital Stock

This corporation is authorized to issue 100 shares of no par value common stock.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 1145 North Harbor City Blvd.
Melbourne, Florida 32935.

The name of the initial registered agent of this corporation at that address is Roy V. Smith.

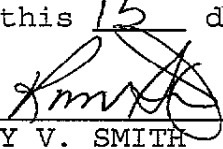
Article VIII - Incorporator

The name and address of the person signing these articles is:

Roy V. Smith
1145 North Harbor City Blvd.
Melbourne, Florida 32935

IN WITNESS WHEREOF, the undersigned subscriber has executed

these articles of incorporation this 15 day of October, 1998.

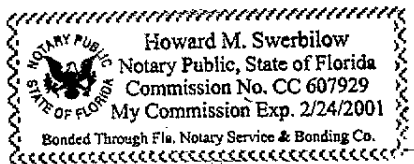


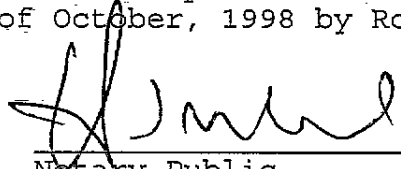
ROY V. SMITH
Subscriber

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing articles of incorporation were acknowledged before me on the 15 day of October, 1998 by Roy V. Smith.



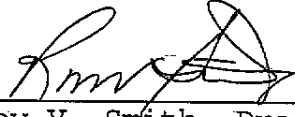


Notary Public (SEAL)
My commission expires:

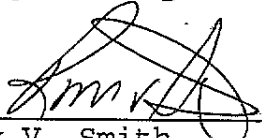
REGISTERED AGENT CERTIFICATE

The below named corporation maintains an office at the address below, and appoints the below named person as its registered agent thereat to accept service of process on behalf of said corporation:

NAME OF CORPORATION: TRUCK NATION, INC.
REGISTERED AGENT'S NAME: Roy V. Smith
PRINCIPAL STREET ADDRESS: 1145 N. Harbor City Blvd.
OF CORPORATION: Melbourne, Florida 32935

By 
Roy V. Smith, President

The undersigned, having been appointed as registered agent to accept service of process on behalf of said corporation at the office designated above, hereby accepts said appointment and agrees to keep said office open as required by law.


Roy V. Smith
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA