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LAW OFFICE OF
Edmond L. Sugar, P.A.

5741 SHERIDAN STREET
HOLLYWOOD, FLORIDA 33021

(954) 925-3700
FAX (954) 989-8992
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February 4, 1999

Secretary of State
Division of Corporations
Department of State
Tallahassee, FL 32301

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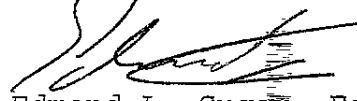
RE: Filing of Articles

Dear Sir or Madam:

Enclosed please find an original article of incorporation for Auto Dienst, Inc., together with a copy thereof and a check in the sum of one hundred twenty two dollars and fifty cents, representing filing fee for the same.

Upon your receipt of the enclosed, kindly file the documents as soon as possible, and return stamped copies of the same to my office, in the envelope enclosed for your convenience. If there are any questions regarding the forgoing, please do not hesitate to contact me.

Very truly yours,



Edmond L. Sugar, Esquire

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -8 AM 11:00

R. F. ... FEB 11 1999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 FEB -8 AM 11:00

ARTICLES OF INCORPORATION
OF
AUTO DIENST, INC.

The undersigned, for the purposes of forming a corporation pursuant to the laws of the State of Florida, hereby adopts the following:

ARTICLE I

NAME

The name of the corporation is **AUTO DIENST, INC.** The address of it's principal place of business is **1818 N.W. 29TH STREET, OAKLAND PARK, FLORIDA 33309.**

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation by the Department of State.

ARTICLE III

PURPOSE

This corporation is organized for the purposes of transacting any and all lawful business, with the principal purpose being *the repairing and sales of automobiles.*

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock, at a par value of \$1.00 per share.

ARTICLE V

PRE-EMPTIVE RIGHTS

Shareholders shall have full pre-emptive rights in any stock herein issued or hereafter issued.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENTS

The street address of the initial registered office of this corporation is 5741 SHERIDAN STREET, HOLLYWOOD, FLORIDA 33021 and the name of the initial registered agent of the corporation at such address is EDMOND L. SUGAR, P.A.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may either be increased from time to time in a manner provided by the bylaws of the corporation, but shall never be less than one. The initial directors of this corporation shall be the incorporator named below under ARTICLE VIII.

ARTICLE VIII

INCORPORATOR

<u>NAME</u>	<u>ADDRESS</u>
SEAN SHAW	3241 N.W. 18TH AVENUE, OAKLAND PARK, FL 33309

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of February, 1999.


SEAN SHAW

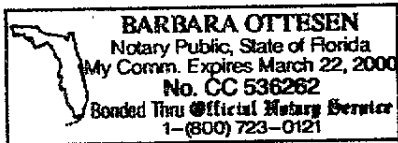
STATE OF FLORIDA
COUNTY OF BROWARD

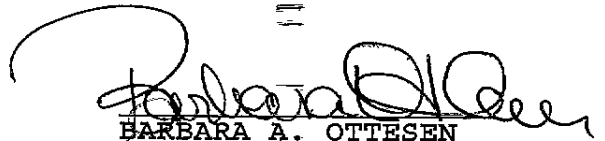
BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally

appeared SEAN SHAW, who is known by me to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed those Articles of Incorporation, and who is PERSONALLY KNOWN BY ME.

SWORN TO AND SUBSCRIBED before me this 4th day of February, 1999.

My Commission Expires:



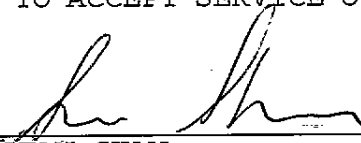

BARBARA A. OTTESEN
NOTARY PUBLIC, STATE
OF FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 607.0501 FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:


THAT "AUTO DIENST, INC.", DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS IN THE CITY OF OAKLAND PARK, STATE OF FLORIDA, HAS NAMED
EDMOND L. SUGAR, P.A., LOCATED AT 5741 SHERIDAN STREET, HOLLYWOOD,
STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

02-04-99
DATE


SEAN SHAW

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE
TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

EDMOND L. SUGAR, P.A.

BY: 
EDMOND L. SUGAR, PRESIDENT

FEB 4, 1999
DATED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -8 AM 11:00