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Raintree Office Park . 990 Douglas Ave. Altamonte Springs, FL 32714

March 12, 1999

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: Garden Auto Brokers, Inc.

300002812023--3
-03/19/99--01074--004
*****70.00 *****70.00

Dear Sir:

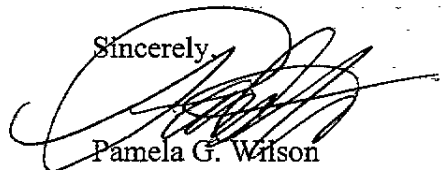
Enclosed are the original and a duplicate copy of the Articles of Incorporation of this proposed corporation.

Please endorse your approval of the Articles of Incorporation on the duplicate copy and return it to the undersigned.

Also enclosed is a certificate of acceptance as registered agent for service of process within this State.

Additionally, a check is enclosed for the total amount of \$70.00 to cover the filing fee and the fee for designation of registered agent.

Sincerely,



Pamela G. Wilson
Legal Assistant to
Frederic Stanley, Jr.

PGW/pc/enc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 19 AM 7:56

R. Purinton MAR 25 1999

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 19 AM 7:56

ARTICLES OF INCORPORATION
OF
GARDEN AUTO BROKERS, INC.

ARTICLE I – NAME

The name of this corporation is Garden Auto Brokers, Inc.

ARTICLE II – DURATION

This corporation shall exist perpetually, beginning in accordance with law.

ARTICLE III – PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV- CAPITAL STOCK

This corporation is authorized to issue 3000 shares of no par value common stock.

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

815 W. State Road 434
Longwood, FL 32750

The name of the initial registered agent of this corporation and address shall be:

Frederic Stanley, Jr.
990 Douglas Avenue
Altamonte Springs, FL 32714

ARTICLE VI – INITIAL BOARD OF DIRECTOS AND OFFICERS

- A. This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1).
- B. The name and address of the initial director and officer of this corporation is as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>	<u>OFFICER</u>
Robert Stafford	3631 Edland Drive Orlando, FL 32812	President

ARTICLE VII - INCORPORATOR

The name and address of the person signing the Articles is:

<u>NAME</u>	<u>ADDRESS</u>
Robert Stafford	3631 Edland Drive Orlando, FL 32812

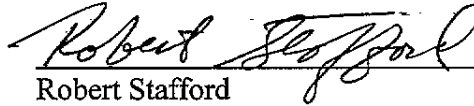
ARTICLE VII – BY LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX – AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on 3-17 -, 1999.

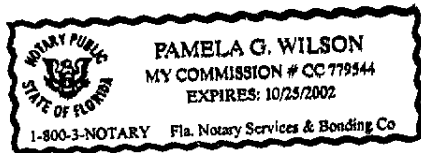



Robert Stafford
Incorporator

STATE OF FLORIDA
COUNTY OF SEMINOLE

The foregoing Articles of Incorporation were acknowledged, before me, on March 17, 1999, by Robert Stafford who produced Florida Driver's License No. 316-787-42-211-0, as proper identification, who took an oath, and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he has read, understands and has executed these Articles for the purposes therein expressed.

WITNESS MY hand and seal in the County and State last aforesaid this 17th day of, 1999.




NOTARY PUBLIC
My Commission expires:

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of Garden Auto Brokers, Inc., I hereby accept and agree to act in this capacity.


Frederic Stanley, Jr.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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