



THE UNITED STATES
CORPORATION
COMPANY

PA000036709

ACCOUNT NO. : 072100000032

REFERENCE : 214279 4352702

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 78.75

ORDER DATE : April 22, 1999

ORDER TIME : 10:05 AM

ORDER NO. : 214279-005

000002847100-1

CUSTOMER NO: 4352702

CUSTOMER: Ms. Lisa Folis
WILLIAMS PARKER HARRISON DIETZ
WILLIAMS PARKER HARRISON DIETZ
200 South Orange Avenue

Sarasota, FL 34236

DOMESTIC FILING

NAME: FLORIDA CUSTOM CARS & PARTS,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS: _____

FILED
99 APR 22 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 APR 22 AM 10:40
TALLAHASSEE, FLORIDA

4/22/99
JPM

ARTICLES OF INCORPORATION
OF
FLORIDA CUSTOM CARS & PARTS, INC.

FILED
99 APR 22 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

FLORIDA CUSTOM CARS & PARTS, INC.

2. Principal Office. The principal office and mailing address of the Corporation is:

2336 Fruitville Road
Sarasota, Florida 34237

3. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a \$1.00 par value per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

4. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

5. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Susan Barrett Hecker, Esq.
200 South Orange Avenue
Sarasota, Florida 34236

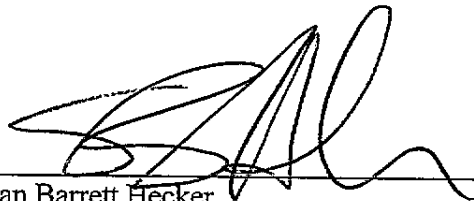
By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that she is familiar with, and accepts, the obligations of that position.

6. Incorporator. The name and address of the incorporator of the Corporation is:

Susan Barrett Hecker, Esq.
200 South Orange Avenue
Sarasota, Florida 34236

7. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State and shall be perpetual.

Dated this 21 day of April, 1999.



Susan Barrett Hecker
Incorporator and Registered Agent

LAF-352681

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TALLAHASSEE, FLORIDA