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TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE, FLORIDA 32314

Subject: GRIFFIN SEAT COVERS INC.
(Proposed Corporate Name)

Enclosed is an original and one (1) copy of the Articles of Incorporation and our check for \$78.75.

From: ADAM GRIFFIN
Name (Printed or Typed)

2423 REID STREET
Address

PALATKA, FLORIDA 32177
City, State, Zip

(904) 325-5176
Telephone Number

800002861688--8
-05/04/99-01046--001
*****78.75 *****78.75

FILED
99 MAY -3 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Please provide the original and one copy of the Articles.

B. BROCK MAY 5 1999

**ARTICLES OF INCORPORATION
OF**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to organize a Corporation under Chapter 607, Florida Statutes, set forth the following:

ARTICLE I

The name of this Corporation shall be: **GRIFFIN SEAT COVERS INC.**
The mailing address of the principal office of the Corporation and the mailing address of the Corporation is: **2423 REID STREET PALATKA, FLORIDA 32177.**

ARTICLE II

The duration of the Corporation shall be perpetual.

ARTICLE III

The general purpose for which the corporation is organized is to include the transaction of any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue is 500 shares common stock all of one class, each share having a par value of \$1.00, which may be issued for such consideration having a value not less than the par value of the shares issued therefore as to the Board of Directors shall be deemed appropriate.

ARTICLE V

The street address of the Corporation's initial Registered Office is: **2213 LAUREL STREET PALATKA, FLORIDA 32177.** and the name of the Registered Agent at that office is, **ADAM GRIFFIN.** A written Acceptance as required in Section 607.001, F.S. is attached hereto and made a part hereof.

ARTICLE VI

The number of Directors constituting the initial Board of Directors is one (1), and the name(s) of the person(s) who shall serve as Director(s) is:
ADAM GRIFFIN

ARTICLE VII

The date and time of the commencement of the Corporate existence shall be the day of the filing of these Articles of Incorporation with the Secretary of The State of Florida.

ARTICLE VIII

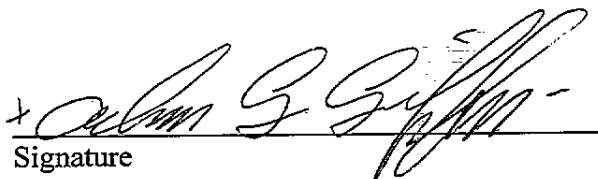
The officers of this Corporation shall consist of a President, Secretary, and Treasurer, each of whom shall be appointed by the Board of Directors. Such other officers and assistants and agents as may be deemed necessary may be elected or appointed by the Board of Directors from time to time.

ARTICLE IX

The name(s) and street address(es) of the incorporator(s) of these Articles of Incorporation is:

ADAM GRIFFIN 2213 LAUREL STREET PALATKA, FLORIDA 32177

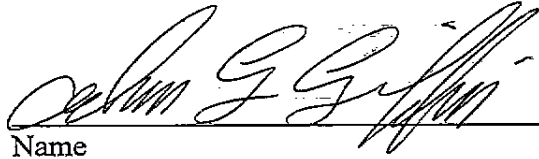
The undersigned incorporator(s) has executed these Articles of Incorporation this 27TH Day of APRIL 1999.


Signature

Signature

REGISTERED AGENT'S ACCEPTANCE:

Having been named as Registered Agent and To accept service of process for the above stated Corporation at the place designated in this application, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.


Name

2213 LAUREL STREET
Address

PALATKA, FLORIDA 32177
City, State, Zip

FILED
99 MAY -3 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA