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May 26, 1999

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VIA FEDERAL EXPRESS DELIVERY

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Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

EFFECTIVE DATE
6/1/99

RE: ARTICLES OF INCORPORATION - XTREME CAR CARE, INC.

Dear Madam or Sir:

Enclosed please an original and one (1) copy of the Articles of Incorporation of Xtreme Car Care, Inc.

PLEASE NOTE THAT AN EFFECTIVE DATE OF JUNE 1, 1999, HAS BEEN REQUESTED.

Please file these Articles of Incorporation of record, and furnish me an approval stamped copy of the filed Articles. Also enclosed is this firm's check in the amount of seventy dollars (\$70.00) for the applicable filing fees.

Thank you for your usual cooperation and assistance.

If you should have any questions, please do not hesitate to give me a call.

Very truly yours,



L. JAMES DICKSON

Enclosures

FILED
99 MAY 27 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUN 03 1999

ARTICLES OF INCORPORATION
OF
XTREME CAR CARE, INC.

EFFECTIVE DATE:
6/1/99

Article 1
Name

The name of this corporation is:

XTREME CAR CARE, INC.

Article 2
Effective Date and Duration

This corporation shall exist perpetually commencing as of June 1, 1999.

Article 3
Purposes

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

Article 4
Capital Stock

This corporation is authorized to issue ONE MILLION (1,000,000) shares of Common Stock, having a par value of ONE CENT (1¢) each.

Article 5
Registered Office and Registered Agent

The street address of the initial registered office of this corporation shall be 11140 Seminole Boulevard, Largo, Florida 33778. The name of the initial registered agent of this corporation at that address shall be GREG KEENEY.

Article 6
Principal Office and Mailing Address

The principal office, and mailing address, of this corporation shall be:

11140 Seminole Boulevard
Largo, Florida 33778

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 7
Initial Board of Directors

The number of directors comprising the full Board of Directors of the corporation shall initially be two (2). The number of directors comprising the full Board of Directors may be increased or decreased, from time to time, by action of the shareholders, but shall never be less than one (1) director. The name and address of the initial director comprising the first Board of Directors of this corporation are as follows:

DALE BUIRD
2208 Harn Boulevard
Clearwater, Florida 33764

GREG KEENEY
2208 Harn Boulevard
Clearwater, Florida 33764

Article 8
Incorporator

The name and address of the persons signing these Articles of Incorporation as the incorporators are:

DALE BUIRD
2208 Harn Boulevard
Clearwater, Florida 33764

GREG KEENEY
2208 Harn Boulevard
Clearwater, Florida 33764

Article 9
Bylaws

The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend, and repeal the bylaws, and the power to adopt new bylaws, shall be vested in the Board of Directors, subject; however, to repeal or change by action of the shareholders. Unless otherwise provided in a bylaw adopted by action of the shareholders, the Board of Directors shall not have the power or authority to amend or repeal any bylaw adopted by the shareholders.

Article 10
Amendment

The 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 shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this May 25, 1999.



DALE BUIRD, Incorporator



GREG KEENEY, Incorporator

XTREME CAR CARE, INC.

Registered Agent

Acceptance and Acknowledgment

I hereby accept appointment as registered agent. I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of Section 607.0505, FLORIDA STATUTES.

Dated: May 25, 1999



GREG KEENEY
Registered Agent

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99 MAY 27 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA