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BRASHEAR & ASSOCIATES, P.L.
C o u n s e l o r s A t L a w

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BRUCE BRASHEAR
THOMPkins W. WHITE
AMY SINELLI

June 14, 1999

000002906240--3
-06/16/99--01036--016
****122.50 *****78.75

EFFECTIVE DATE
6-8-99

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: C & C MOTORS OF OCALA, INC.

Dear Sir or Madam:

Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Upon filing should you determine that this corporation's name is too similar to that of an existing corporation, please call this office collect before returning the enclosed documents.

Also enclosed, please find our check in the amount of \$122.50 representing the following:

Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	52.50

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

Sincerely,

BRASHEAR & ASSOCIATES, P.L.

By: Kim Holloway
Kim Holloway, Legal Assistant

Enclosures

FILED
99 JUN 16 AM 8:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8. BROCK JUN 17 1999

ARTICLES OF INCORPORATION
OF

C & C MOTORS OF OCALA, INC.

EFFECTIVE DATE
6-8-99

FILED
99 JUN 16 AM 8:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I

Name. The name of this Corporation is C & C Motors of Ocala, Inc.

Article II

Principal Office. The address of the principal office of the Corporation is 4301 S. Pine Avenue, Ocala, Florida 34474

Article III

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

Article IV

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

Article V

Capital Stock. This Corporation is authorized to issue 1000 shares of \$.001 par value common stock.

Article VI

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

Article VII

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 10081 SW 74th Terrace, Ocala, FL 34476, and the name of the initial registered agent of this Corporation is Kenneth S. Cole.

Article VIII

Initial Board of Directors. The Corporation shall have two (2) Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The names and addresses of the initial Directors of this Corporation are: Kenneth S. Cole and Charles N. Canfield, 4301 S. Pine Avenue, Ocala, Florida 34474.

Article IX

Incorporator. The name and address of the person signing these Articles is Kenneth S. Cole,
10081 SW 74th Terrace, Ocala, FL 34476.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation this 8th day of June, 1999.

Kenneth S. Cole
Kenneth S. Cole
Incorporator

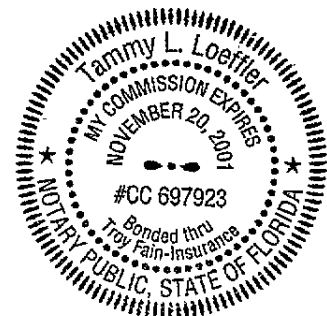
**STATE OF FLORIDA
COUNTY OF ALACHUA**

The foregoing instrument was acknowledged before me this 8 day of
June, 1999, by KENNETH S. COLE who is personally known to me or who has
produced Florida Driver License _____ as identification, and who
says that he is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all
statements and information contained herein are true and correct.

DATED this 8 day of June, 1999.

(SEAL)


Tammy L. Loeffler
Notary Public
Tammy L Loeffler
Printed Name
My Commission Expires: 11/20/2001



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Kenneth S. Cole, which is contained in the foregoing Articles of Incorporation.

DATED this 8th day of June, 1999.



KENNETH COLE
Registered Agent

FILED
99 JUN 16 AM 8:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA