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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
99 JUN 25 AM 11:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. BROCK JUN 29 1999

**ARTICLES OF INCORPORATION
OF
First Class Auto Body of Daytona Beach Inc.**

FILED
99 JUN 25 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNS, hereby execute these Articles of Incorporation for the purpose of becoming a corporation for profit, under the laws of the State of Florida, and hereby certify that they have become such corporation under and pursuant to the following Articles of Incorporation:

ARTICLE 1 - NAME

The name of this corporation is "First Class Auto Body of Daytona Beach Inc."

ARTICLE 11 - PURPOSES

The purpose for which this corporation is to be formed and the general nature of the business to be transacted by said corporation is :

- (a) To engage in the business of buying, selling, repairing and performing all other acts of a body shop and or an automobile repair shop.**
- (b) To engage in any activity or business permitted under the laws of the United States and the State of Florida.**

ARTICLE 111- STOCK

The maximum number of shares that this corporation shall have outstanding at any one time is three hundred shares of common stock , having a nominal or par value of Five (\$5.00) Dollars per share.

ARTICLE 1V - TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLE V- INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of this corporation shall be 720 South Nova Road, Daytona Beach, Florida 32114, and the name of its initial registered agent is Joseph H. Pickens 720 South Nova Rd. Daytona Beach, Florida 32114.

ARTICLE V1 - INITIAL BOARD OF DIRECTORS

The corporation shall have three 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. The name and address of the initial Directors of this corporation are:

Russell Joe Pickens	1999 Spruce Creek Circle, Daytona Beach, FL 32119
Scott Webb	675 Herbert Street, Daytona Beach, FL. 32119
Joseph H. Pickens	720 South Nova Rd. Daytona Beach, FL. 32119

ARTICLE V11 - INITIAL STOCKHOLDERS

The initial stockholders and their respective shares of stock are as follows.

Russell Joe Pickens	Two Hundred Forty (240) Shares
Scott Webb	Thirty (30) Shares
Joseph H. Pickens	Thirty (30) Shares

ARTICLE V11 - INCORPORATORS

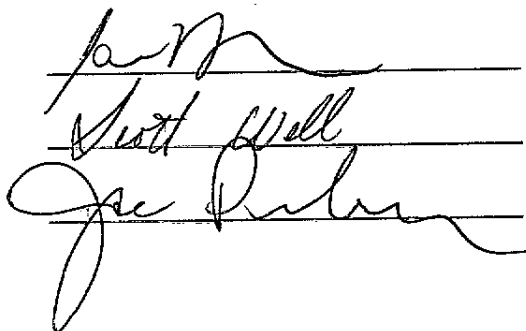
The name and address of the persons signing these Articles are:

Russell Joe Pickens	1999 Spruce Creek Circle, Daytona Beach, FL. 32119
Scott Webb	675 Herbert Street, Daytona Beach, FL. 32119
Joseph H. Pickens	720 South Nova Rd. Daytona Beach, FL. 32119

ARTICLE V111 - AMENDMENTS

These Articles of Incorporation may be amended in whole or in part by a majority of the outstanding shares of the corporation entitled to vote.

IN WITNESS WHEREOF; We have hereunto set our hand and seal
this the 17th day of June 1999.



I understand the duties and responsibilities of the Registered Agent and am willing to accept same and act in that capacity.



Joseph H. Pickens

State of Florida

County of Volusia

FILED
99 JUN 25 AM 11:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I HEREBY CERIFY that on this day before me, a Notary Public duly authorized to administer oaths. Personally appeared Russell Joe Pickens, Scott Webb and Joseph H. Pickens, to me known, or proven to be the person described in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State above named, this the 17th day of June 1999.



Notary Public state of Florida

My commission expires:



Elizabeth C. Corbett
MY COMMISSION # CC677039 EXPIRES
September 25, 2001
BONDED THRU TROY FAIR INSURANCE, INC.