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TO:

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

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-07/19/99-01044--011
*****78.75 *****78.75

SUBJECT:

MotorHead City Inc.

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :
\$78.75 Filing Fee and Certificate of Status

FROM:

Bill Posner
9451 NW 21 Manor
Sunrise Florida 33322
Daytime Phone: 954-570-7676 Ext 1365

FILED
99 JUL 19 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: MotorHead City Inc.

ARTICLE II INITIAL REGISTERED AGENT AND STREET ADDRESS

The registered agent and the street address of the Initial Office of this corporation in the state of Florida will be 9451 NW 21 Manor Sunrise Florida 33322. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE III SHARES

The corporation is authorized to issue ONE THOUSAND (1,000) shares of Common Stock, \$.01 par value, which shall be designated as "Common Shares"

ARTICLE IV PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS OF SHARES OF COMMON STOCK

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares

ARTICLE V DIRECTORS

This corporation shall have two (2) Directors initially. The number of directors may be increased or diminished from time to time through the by-laws adopted by the stockholders, but shall never be less than two (2).

ARTICLE VI INITIAL DIRECTORS AND OFFICERS

Dianne Snow-Posner	President/Treasurer
William G. Posner	Chief Executive Officer/Secretary

ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:
William G. Posner
9451 NW 21 Manor
Sunrise Florida 33322

ARTICLE VIII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by at least the majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

William G. Posner
Signature/Incorporator

7/15/99
Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

William G. Posner
Signature/Registered Agent

7/15/99
Date

WILLIAM G. POSNER