

P99000083896

Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314
New Filing Section

900002990453--7
-09/20/89--01020--003
*****78.75 *****78.75

SUBJECT: Universal Automotive Group, Inc.

Enclosed please find the original copy of the certificate of
incorporation for the above corporation. Also enclosed is a check
in the amount of \$78.75.

FROM: Gayle Ritacco
22509 Sea Bass Drive
Boca Raton, Fl 33428

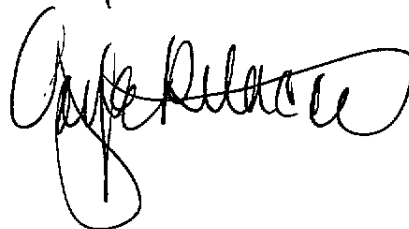
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 SEP 20 PM 1:44

FILED

Included is a return pre-paid "Express-Mail"
so that the process is easier and faster
for us both. Thank you

Sincerely



T BROWN SEP 22 1999

ARTICLES OF INCORPORATION

- Profit Corporation -

FILED
99 SEP 20 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation, for profit, does hereby state the following:

FIRST: The name of the corporation shall be:

Universal Automotive Group, Inc.

SECOND: The place in the State of Florida where its principal office is to be located is:

851 Hypoluxo Road

Lantana, Fl 33462

THIRD: The purpose for which this corporation is formed is to engage in any lawful act or activity.

The corporation initially intends to engage in the business of:

motor vehicle dealer

FOURTH: The corporation shall have the authority to issue one class of stock. The classification and par value of each share shall be:

no par value

The number of shares which the corporation is authorized to have outstanding is:

100 (one hundred)

FIFTH: The name and post office address of each incorporator(s) signing the Articles of Incorporation are as follows:

Gayle Ritacco
22509 Sea Bass Drive
Boca Raton, Fl 33428

SIXTH: The name and post office address of the initial Registered Agent for the corporation is:

Gayle Ritacco
22509 Sea Bass Drive
Boca Raton, Fl 33428

SEVENTH: The governing Board of this corporation shall be known as its Directors. The Directors need not be Stockholders of the corporation unless so required by the Bylaws. The Board of Directors shall be elected by the Stockholders at their annual meeting, or such other time as the Bylaws may provide, and shall hold office until their successors are respectively elected and qualified. The Bylaws shall specify the number of Directors necessary to constitute a quorum. The Board of Directors may, by resolution(s) passed by a majority of the whole Board, designate one or more committees which to the extent provided in said resolution(s) or in the Bylaws shall have and may exercise all powers of the Board of

Directors on the management of the activities and affairs of the corporation and may have power to authorize the seal of the corporation to be fixed to all papers which may require it; and such committee(s) shall have such name(s) as may be stated by the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The Board of Directors may elect such Officers as the Bylaws may specify, who shall, subject to the provisions of the Statutes, have such titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation or any article therein.

The number of Directors may from time to time be increased or decreased in such a manner as shall be provided by the Bylaws of this corporation, providing that the number of Directors conform to the Statutes of the Corporation Law of this state.

The initial Board of Directors shall consist of 1 (one) in number. The name(s) and post office address of each person(s) who are to serve as Director(s) until the first annual meeting of the Stockholders, or until their successor(s) are elected and qualified are:

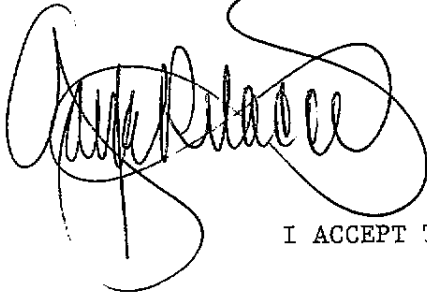
Gayle Ritacco
22509 Sea Bass Drive
Boca Raton, Fl 33428

EIGHTH: The private property of Shareholders, Directors,
Officers, employees, and/or Agents of the corporation
shall be forever exempt from all corporate debts of any
kind whatsoever.

NINTH: The fiscal year of the corporation shall be from January 1st
to December 31st each year.

TENTH: IN WITNESS THEREOF, I/WE HAVE SET MY/OUR HAND(S) THIS

15 day of September, 1999.

A large, stylized handwritten signature in black ink, appearing to read "John R. [unclear]".

INCORPORATOR/REGISTERED AGENT

I ACCEPT THE DESIGNATION AS REGISTERED AGENT.

State of Florida)

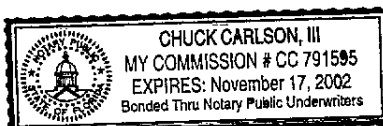
) SS.

County of Palm Beach)

On this day, before me, the undersigned authority, in and for
and residing in the above County and State, personally appeared
the Incorporators whose signatures appear above, are personally
known to me to be the same person(s) whose name(s) is/are
subscribed to the foregoing document, and, being duly sworn, they
verified that the information contained in the foregoing document
is true and correct on personal knowledge and acknowledged that
said document was signed as a free and voluntary act.

Subscribed and sworn to this 15 day of Sept, 1999.

Name and signature



My commission expires: