

ARTICLES OF INCORPORATION
OF
LANGSTON AUTOMOTIVE GROUP, INC.

The undersigned, acting as incorporator of a corporation under the Alabama Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Langston Automotive Group, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the corporation is organized are as follows:

(a) To purchase, sell, lease, repair automobiles, to do all business legally allowed under the laws of the State of Alabama.

(b) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping and other services of every nature, kind and character, which a corporation may legally render;

(c) To engage in any industrial, manufacturing, mining, merchantable, trading, agricultural, service, or other lawful business of any kind or character, whatsoever;

(d) To act as agent, representative, or receiver of any person, firm, corporation, or government entity or instrumentality in respect to any lawful undertaking or transaction.

(e) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;

(f) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise use and deal in and with, shares or other interests in, or obligations of, corporations, associations, partnerships, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;

(g) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and

(h) To transact any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act.

FOURTH: The aggregate number of shares which the corporations shall have authority to issue is One Thousand (1,000.00) shares of common stock of the par value of One Dollar (\$1.00) per share.

FIFTH: The address of the initial registered office of the corporation is 9378 Highway 119 South, Alabaster, Alabama 35007, and the name of its initial registered agent at such address is Tyler Langston.

SIXTH: The number of directors constituting the initial board of directors of the corporation is one (1) and the name and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name:

Tyler Langston

Address:

9378 Highway 119 South
Alabaster, Alabama 35007

SEVENTH: The name and address of each incorporator is:

Name:

Tyler Langston

Address:

9378 Highway 119 South
Alabaster, Alabama 35007

EIGHTH: No shareholder of the corporation shall be entitled as a matter of right to subscribe for, purchase, receive or acquire as a pre-emptive right any shares of stock, or other securities convertible into stock, of the corporation which it may issue, or sell, whether out of the number of shares thereof now or hereafter authorized or out of shares now or hereafter held in its treasury, but all such additional shares of stock or other securities may be issued or disposed of by the board of directors to such persons and upon such terms as in its absolute discretion it may deem advisable.

Dated: 12/28/, 2005



TYLER LANGSTON
INCORPORATOR

Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Langston Automotive Group, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Victor L Miller Jr, 8778 Helena Road, Pelham, AL 35124 for a period of one hundred twenty days beginning December 15, 2005 and expiring April 15, 2006.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

December 15, 2005

Date

Nancy L. Worley

Secretary of State