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(Requestor's Name)

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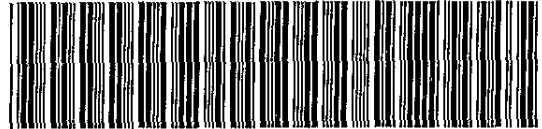
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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PAYNE & RANDA, P.A.

ATTORNEYS AT LAW

2431 Aloma Avenue, Suite 201
Winter Park, Florida 32792

Phone No.: (407) 679-0499
Fax No.: (407) 679-4446

October 8, 2003

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

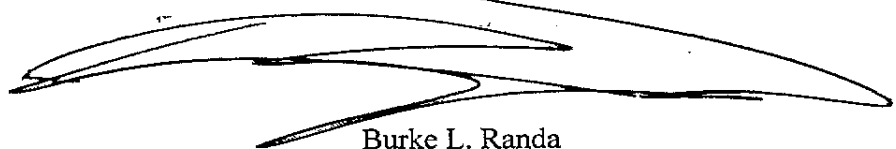
Re: New Filing – Corporation

Dear Secretary of State:

Please find enclosed Articles of Incorporation for 88 Auto Corp. and a check for \$78.75. Please process this new corporation and return a certified copy of the incorporation to this office.

Thank you for your assistance and should you have any questions, please feel free to contact me.

Sincerely,

A large, stylized handwritten signature in black ink, appearing to read 'Burke L. Randa'.

Burke L. Randa

**ARTICLES OF INCORPORATION
OF
88 AUTO CORP.**

I, the undersigned Incorporator, for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

88 AUTO CORP.

The Principle place of business of this corporation shall be 2431 Aloma Avenue, Suite 246, Winter Park, Florida 32792.

ARTICLE II

This Corporation is organized for the purpose of purchasing and selling automobiles at wholesale and to engage in any activity permitted under the laws of the United States and the laws of the State of Florida.

The Corporation shall do everything necessary and proper in accomplishing the purposes set forth above and to do anything incidental thereto which is not forbidden under the laws of the United States and the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a nominal or par value of \$1.00 per share. Shares of the Corporation's stock shall be issued only in compliance with subchapter S of the Internal Revenue Code regarding corporations.

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

ARTICLE IV

The Corporation shall have a perpetual existence.

ARTICLE V

The street address of the initial registered office of the corporation is 2431 Aloma Avenue, Suite 246, Winter Park, Florida 32792 and the name of the initial registered agent is Weng K. Sor.

ARTICLE VI

The Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

Weng K. Sor
2431 Aloma Avenue, Suite 246
Winter Park, Florida 32792

ARTICLE VII

The name and address of the person signing these Articles of Incorporation as Incorporator is:

Weng K. Sor
2431 Aloma Avenue, Suite 246
Winter Park, Florida 32792

ARTICLE VIII

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President/Secretary: Weng K. Sor
2431 Aloma Avenue, Suite 246
Winter Park, Florida 32792

ARTICLE IX

The corporation shall indemnify any officer or director or any former officer or director, to the full extent of the law.

ARTICLE X

The power to adopt, alter, amend or repeal Bylaws shall be vested in the board of directors of this corporation.

ARTICLE XI

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred on shareholders herein is granted subject to this revocation.

I, the Incorporator of this Corporation, have executed these Articles of Incorporation on this 8th day of October, 2003.

Weng K. Sor

STATE OF FLORIDA
COUNTY OF ORANGE

Before me personally appeared Weng K. Sor, who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purpose therein expressed and who produced a drivers license as identification and who did take an Oath.

Witness my hand and official seal this 8th day of October, 2003.



Burke Randa
My Commission DD079014
Expires December 21, 2005

Notary Public, State of Florida

DESIGNATION OF REGISTERED AGENT

88 AUTO CORP. desiring to organize under the laws of the State of Florida, with its principle office indicated in the Articles of Incorporation, at Longwood, Florida, has and does by these presents name Weng K. Sor, as its registered agent to accept service of process within this State at 2431 Aloma Avenue, Suite 246, Winter Park, Florida 32792.

ACCEPTANCE OF DESIGNATION OF REGISTERD AGENT

Having been named to accept service of process of the above named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relating to keeping open said office.

Dated this 8th day of October, 2003.

Weng K. Sor

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