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NAME: E-2 KAR LOANS, INC.
FAX AUDIT NUMBER: H98000000984 CURRENT STATUS: REQUESTED
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 19, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: E-E KAR LOANS, INC.
REF: W96000001507

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Loria Poole
Corporate Specialist

FAX Aud. #: H96000000954
Letter Number: 996A00002545

H9600000954

**ARTICLES OF INCORPORATION
FOR
F-Z KAR LOANS, INC.**

3

NAME

The name of the corporation is: F-Z KAR LOANS, INC.

PRINCIPAL OFFICE

The principal office of the corporation is:

5453 N. State Road 7
Tamarac, FL 33319

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NUMBER OF SHARES

The number of shares the corporation is authorized to issue is 100 shares with a par value of \$1.00 each.

INITIAL BOARD OF DIRECTORS

The incorporator shall hold an organizational meeting at the call of a majority of the incorporators to elect directors and complete the organization of the corporation, or may take such action without a meeting in writing as provided by law.

PREEMPTIVE RIGHTS

The Shareholders shall have the preemptive right to purchase unissued shares of the corporation.

INCORPORATOR

The name and address of each incorporator is:

Barry D. Kowitz, Esq.
1801 N. Pine Island Rd., #101
Plantation, FL 33322

H9600000954

Barry D. Kowitz
1801 N. Pine Island Rd. #101
Plantation, FL 33322
(305) 370-9999
Fl. Bar # 987417

19600000954

REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at that office is as follows:

Barry D. Kowitz, Esq.
1801 N. Pine Island Rd., #101
Plantation, FL 33322

ACCEPTANCE

The undersigned does hereby accept his appointment as registered agent as set forth above.

Barry D. Kowitz

IN WITNESS WHEREOF the undersigned incorporator has hereunto set his hand and seal on this 18 day of January 1996.

Barry D. Kowitz

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Barry D. Kowitz to me know to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 18th day of January 1996.



KEVIN M UNDER
My Commission Expires J.A. 08. 1999
Bonded by NAI
800-425-1888
Notary Public

Kevin M. Under

My Commission Expires:

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