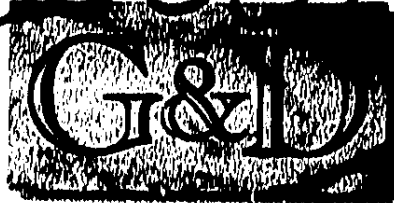


9960000012701



GOLDMAN & DASZKAL, P.A.  
*Attorneys at Law*

ALEX DASZKAL

GLENN GOLDMAN

C. THOMAS COWNE

January 29, 1996

Department of State  
Division of Corporations  
The Capitol  
Tallahassee, Florida 32304

000001707590  
-02/06/96--01065--008  
\*\*\*\*122.50 \*\*\*\*122.50

**RE: ADR Southern Leasing Corp.**

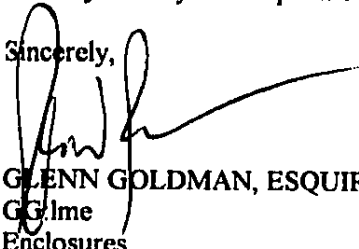
Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 for your filing fee.

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned in the enclosed self-addressed, stamped envelope.

Thank you for your cooperation.

Sincerely,

  
GLENN GOLDMAN, ESQUIRE  
GG:ime  
Enclosures

FILED  
95 FEB -5 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L SN FEB - 9 1996

ARTICLES OF INCORPORATION  
OF  
ADR SOUTHERN LEASING CORP.

FILED  
96 FEB -5 PM 1:25  
CLERK, DEPT. OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is ADR Southern Leasing Corp.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general nature of the business to be transacted by this corporation is:

1. To engage in every phase and aspect of the business of rendering to the public the sale and/or leasing of automobiles but such professional services shall be rendered only through the corporation's officers, employees and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to practice in such state.

2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation be advantageously carried on in connection with or auxiliary to the foregoing business.


3. To do other such things as are incidental to the foregoing or are necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 10,000. Such shares shall be a single class and shall have a par value of 05/100 Dollars (\$.05) per share.

ARTICLE FIVE

The street address of the initial registered office of the corporation is 6708 Versailles Court, Lake Worth, Florida 33467, and the name of its initial registered agent is Eric L. Heyman. I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
\_\_\_\_\_  
ERIC L. HEYMAN

ARTICLE SIX

The number of directors constituting the initial Board of Directors of the corporation are three (3). The name and address of each person who is to serve as a member of the initial Board of Directors is:

Eric L. Heyman, President  
6708 Versailles Court  
Lake Worth, Florida 33467

Dominick B. Ricciardi, Secretary/Treasurer  
6 Justin Court  
Courtlandt Manor, New York 10566

Alan Gershowitz  
25 Lloyd Lane  
Nesconset, New York 11767

ARTICLE SEVEN

The name and address of each incorporator is:

Eric L. Heyman  
6708 Versailles Court  
Lake Worth, Florida 33467

ARTICLE EIGHT

The principal office and mailing address for the corporation is: Eric L. Heyman, 6708 Versailles Court, Lake Worth, Florida 33467.

EXECUTED by the undersigned in the City of Boca Raton, County of Palm Beach, State of Florida this 29 day of ~~February~~ JANUARY 1996.

Eric L. Heyman  
ERIC L. HEYMAN

STATE OF FLORIDA            )  
  ) ss.  
COUNTY OF PALM BEACH    )

FILED  
FEB -5 PM 2:25  
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, personally appeared ERIC L. HEYMAN, to me known to be the person described herein and who executed the foregoing.

WITNESS my hand and seal this 29 day of ~~February~~ JANUARY, 1996.

Linda Moscato  
Notary Public/State of Florida  
At Large

My Commission Expires:

