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9/05/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: LYNN FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: ~~FINE AUTO SALES #1, INC.~~ AAA FINE AUTO SALES, INC.

AUDIT NUMBER.....H96000012382

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 6, 1996

ACE INDUSTRIES, INC.
ATTN: LYNN FRIEDMAN
54 N.W. 11TH STREET
MIAMI, FL 33136SUBJECT: FINE AUTO SALES #1, INC.
REF: W96000018624

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Kathy Hyman
Document SpecialistFAX Aud. #: H96000012382
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ARTICLES OF INCORPORATION

H96-12382

of AAA FINE AUTO SALES, INC.a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.Article 1: Name of the Corporation: AAA FINE AUTO SALES, INC.Address of the Corporation: 15551 WEST DIXIE HIGHWAYNO. MIAMI, FLORIDA 33162

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 500.PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

3900 HOLLYWOOD BLVD. SUITE 302. HOLLYWOOD, FLORIDA 33021and the name of the initial registered agent at such address is ARTHUR JAFFE

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Signature of Registered Agent

ARTHUR JAFFE

9/5/96

Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. GUEORGUI TCHESNOKOV16425 COLLINS AVENUE Suite 2510MIAMI BEACH, FLORIDA 33160

Article 7: The Name and address of the incorporator is:

ARTHUR JAFFE3900 HOLLYWOOD BLVD. Suite 302HOLLYWOOD, FLORIDA 33021

In witness whereof I have subscribed my name

Signature of Incorporator

ARTHUR JAFFE

PREPARED BY:
ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33138
305-358-2571

H96-12382