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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

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NAME: CLASSIC MOTOR AUTO SALE, INC.

AUDIT NUMBER.....H98000002026

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

CERT. OF STATUS..0

PAGES.....(5)

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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

of

CLASSIC MOTOR AUTO SALE, INC
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

CLASSIC MOTOR AUTO SALE, INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED shares (100) of FIVE
Dollar(s) (\$ 5.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

| | | | |
|---------|---------------------|---------|-----------|
| NAME | JOSE E COTO | | |
| ADDRESS | 8716 NW 149 TERRACE | | |
| CITY | MIAMI LAKES | FLORIDA | ZIP 33018 |

The principal office, if known, or the mailing address of the corporation is:

| | | | |
|---------|---------------------|---------|-----------|
| NAME | JOSE E COTO | | |
| ADDRESS | 8716 NW 149 TERRACE | | |
| CITY | MIAMI LAKES | FLORIDA | ZIP 33018 |

PREPARED BY: SOSA ACCOUNTING TAX SERVICE, INC
JOSE R. SOSA
570 E 49 ST
HIALEAH, FL 33013

(305) 688-1716

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

| | | | |
|---------|-------------------|-------|-----------|
| NAME | BOLIVAR BUENO | | |
| ADDRESS | 84 VERA CRUZ AVE. | | |
| CITY | KISSIMEE, FLA | STATE | FLA |
| | 34743 | | ZIP 34743 |
| NAME | CLARA E BUENO | | |
| ADDRESS | 84 VERA CRUZ AVE. | | |
| CITY | KISSIMEE, | STATE | FLA |
| | | | ZIP 34743 |
| NAME | JOSE E COTO | | |
| ADDRESS | 8716 NW 149 TERRA | | |
| CITY | MIAMI LAKES | STATE | FLA |
| | | | ZIP 33018 |
| NAME | NANCY COTO | | |
| ADDRESS | 8716 NW 149 TERRA | | |
| CITY | MIAMI LAKES | STATE | FLA |
| | | | ZIP 33018 |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | |
| | | | ZIP |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | |
| | | | ZIP |

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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

| | | | |
|---------|---------------------|-------|-----------|
| NAME | BOLIVAR BUENO | | |
| ADDRESS | 84 VERA CRUZ AVENUE | | |
| CITY | KISSIMEE | STATE | FLA |
| | | | ZIP 34743 |
| NAME | CLARA E BUENO | | |
| ADDRESS | 84 VERA CRUZ AVE. | | |
| CITY | KISSIMEE | STATE | FLA |
| | | | ZIP 34743 |
| NAME | JOSE E COTO | | |
| ADDRESS | 8716 NW 149 TERRA | | |
| CITY | MIAMI LAKE | STATE | FLA |
| | | | ZIP 34743 |
| NAME | NANCY COTO | | |
| ADDRESS | 8716 NW 149 TERRA | | |
| CITY | MIAMI | STATE | FLA |
| | | | ZIP 34743 |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 28
day of JANUARY, 19 98.

B. Bueno (Seal)
Clara E. Bueno (Seal)
J. E. Coto (Seal)
Nancy Coto

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**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

CLASSIC MOTOR AUTO SALE, INC.
(name of corporation)

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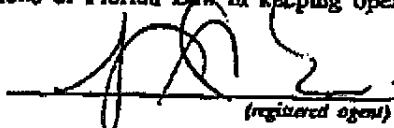
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at B716 NW 149 TERRA
MIAMI LAKES FLA 33018

has named JOSE E COTO
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)

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