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TEXESA98 FLORIDA DIVISION OF CORPORATIONS
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((H98000011809 4))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: INFINITY DEALERSHIP SERVICES, INC. AUDIT NUMBER.....H98000011809 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS...0
PAGES..... 3 CERT. COPIES.....0 DEL.METHOD.. FAX EST.CHARGE..
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** ENTER 'M' FOR MENU. **

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

BM 6/25/98

ARTICLES OF INCORPORATION

OF

INFINITY DEALERSHIP SERVICES, INC.

ARTICLE ONE - Name

The name of this Corporation is Infinity Dealership Services, Inc.

ARTICLE II - Duration

This corporation shall exist perpetually.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Capital Stock

This corporation is authorized to issue one thousand (1,000) shares of One dollar par value (\$1.00) common stock which shares shall be designated "Common Shares".

ARTICLE V - Initial Registered Office and Agent

The street address of the initial office of this corporation is: 6410 Mallard Lane, Coconut Creek, Fl. 33073 and the name of the initial registered agent of this corporation is: MICHAEL I. RASKIN, his address is 6410 Mallard Lane, Coconut Creek, Fl. 33073.

ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the ByLaws, but shall never be less than one. The name and address of the initial Director of this corporation is:

THIS DOCUMENT PREPARED BY:
DAVID R. FARBSTEIN, ESQ.
2765 W. Cypress Creek Rd.
Ft. Lauderdale, Fl. 33309
Fla. Bar No. 198889
954-977-7801

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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MICHAEL I. RASKIN

6410 Mallard Lane
Coconut Creek, Fl. 33073

ARTICLE VII - Incorporator

The name and address of the persons signing these Articles is:

MICHAEL I. RASKIN

6410 Mallard Lane
Coconut Creek, Fl. 33073

ARTICLE VIII - Amendments

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 24th day of June, 1998.




MICHAEL I. RASKIN

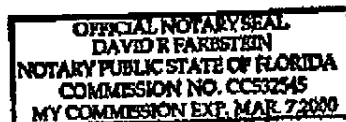
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the County and State set forth above, personally appeared, MICHAEL I. RASKIN, known by me to be the person who executed the foregoing Articles of Incorporation. Further, said individual furnished the following type of identification to the undersigned, to-wit: FLORIDA DRIVERS LICENSE.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 24th day of June, 1998.



NOTARY PUBLIC
My Commission Expires:



198000011809

CERTIFICATE DESIGNATING CHANGE OF PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

PURSUANT TO Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That Infinity Dealership Services, Inc. is qualified to do business under the laws of the State of Florida with its principal office at: 6410 Mallards Lane, Florida 33073 and has appointed MICHAEL I. RASKIN of 6410 Mallards Lane, Florida 33073 as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, a place designated in this certificate, I am familiar with, and hereby accept the duties and responsibilities as registered agent for said corporation and agree to comply with the provisions of said Act relative to keeping open said office.

Michael I. Raskin
MICHAEL I. RASKIN
Resident Agent

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