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Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

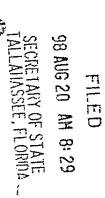
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ARTICLES OF INCORPORATION

OF

DEALERS WHOLESALE SALVAGE, INC.



The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation under, F.S. Chapter 607, and other laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is Dealers Wholesale, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation are 4957 Northwest 77th Court, Pompano Beach, Florida 33073.

ARTICLE III. PURPOSE

The corporation is formed to engage in any activity necessary to sustain its continuity that is permitted and allowed under the laws of the State of Florida and any other governing body.

ARTICLE IV. TERM OF EXISTENCE

The corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is 4957 Northwest 77th Court, Pompano Beach, Florida 33073. The name of the initial registered agent at that address is Sandra A. Smith.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one (1) member. The name and address of the member of the first board of directors is:

Name

Address

MEIR PERETZ

3850 Northeast 167th Street

North Miami Beach, Florida 33160

MICHAEL SMITH

4957 Northwest 77th Court

Pompano Beach, Florida 33073

SANDRA SMITH

4957 Northwest 77th Court

Pompano Beach, Florida 33073

MARC McWHORTER

601 Northwest 43rd Avenue

Coconut Creek, Florida 33066

ARTICLE VIII. OFFICERS

The officers of the corporation are as follows:

President:

Marc McWhorter

Vice-President:

Michael Smith

Secretary:

Sandra Smith

Treasurer:

Meir Peretz

ARTICLE IX. SUBSCRIBERS

The name(s) and address(es) of the person(s) signing these articles of incorporation as subscriber(s) is(are):

Name

Address

SANDRA SMITH

4957 Northwest 77th Court Pompano Beach, Florida 33073

ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) executed these articles of

incorporation on August 18, 1998:

SANDRA SMITH

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing articles of incorporation were acknowledged before me on August 18, 1998, by Sandra Smith.

Notary Public

My Commission Expires:

GARY MILLS
COMMISSION & CC755638
EXPIRES SEP 14, 2002
BONDED THROUGH
ADVANTAGE NOTARY OF FLORIDA

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is: <u>Dealers Wholesale Salvage</u> , Inc.			
2.	The name and address of the registered agent and office is:			
	Sandra Smith			
	(Name)			
	4957 Northwest 77th Court			
	(P.O. Box <u>not</u> acceptable)			
	Pompano Beach, Florida 33073			
	(City/State/Zip)			

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Sandia O Swith

(Signature)

(Date)

B AUG 20 AM 8: 29 FCRETARY OF STATE