

P98 000032769  
TRANSMITTAL LETTER

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

300002452403--6  
-04/08/98--01048--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: R & S WHOLESALE AUTO BROKERS, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

- |   |   |   |   |
|---|---|---|---|
| <input checked="" type="checkbox"/> \$70.00<br>Filing Fee | <input type="checkbox"/> \$78.75<br>Filing Fee<br>& Certificate | <input type="checkbox"/> \$122.50<br>Filing Fee<br>& Certified Copy | <input type="checkbox"/> \$131.25<br>Filing Fee,<br>Certified Copy<br>& Certificate |
|---|---|---|---|

FROM: STEPHEN N. BLANK  
Name (printed or typed)  
3923 N.E. 166th STREET, #N-213  
Address  
N. MIAMI BEACH, FLORIDA 33160  
City, State & Zip  
(305) 949-5887  
Daytime Telephone number

FILED  
98 APR -8 PM 12: 34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TA - 4/9/98

## ARTICLES OF INCORPORATION

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

### ARTICLE I NAME

The name of the corporation shall be:

R & S WHOLESALE AUTO BROKERS, INC.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

812 N. DIXIE HIGHWAY  
HOLLYWOOD, FLORIDA 33020

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

7500 COMMON SHARES  
PAR VALUE @ \$1.00 PER SHARE

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

STEPHEN N. BLANK  
3923 N.E. 166th STREET, #N-213  
N. MIAMI BEACH, FLORIDA 33160

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**ARTICLE V INCORPORATOR(S)**

**See instructions for officers/directors**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

STEPHEN N. BLANK  
3923 NE 166th ST., #N-213  
N. MIAMI BCH., FL. 33160

RANDY J. CASTALDI  
3923 NE 166th ST., #N-213  
N. MIAMI BCH., FL. 33160

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

26th day of MARCH, 1998.

*Stephen N. Blank*  
STEPHEN N. BLANK, PRESIDENT & SECRETARY

*Randy J. Castaldi*  
RANDY J. CASTALDI, VICE-PRESIDENT

Signature

**NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.**

*Margaret Vega*



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: R & S WHOLESALE AUTO BROKERS, INC.

2. The name and address of the registered agent and office is:

STEPHEN N. BLANK  
(NAME)  
3923 N.E. 166th ST., #N-213  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)  
N. MIAMI BCH., FLORIDA 33160  
(CITY/STATE/ZIP)

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*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.*

*Stephen N. Blank*  
STEPHEN N. BLANK (SIGNATURE)

03/26/98  
(DATE)