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BRUCE ROSENBERG (Also N.Y. Bar)  
BRUCE CHAIMOWITZ  
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AL RODRIGUEZ

TELEPHONE: (561) 750-5200  
FAX: (561) 750-6680

July 19, 2000

Florida Department of State  
Attention: Alan Crum  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Re: Motor Cars**

9000033341 59--6

-07/25/00--01003--004

\*\*\*\*157.50 \*\*\*\*\*78.75

Dear Mr. Crum:

Enclosed please find new articles of incorporation for Palm Beach Motor Group, Inc.

Also, enclosed is a check in the amount of \$157.50, for the filing fee and Certificate of Status for an additional following 2 corporations:

1. Motor Cars Auto Group, Inc.
2. Motor Cars Auto Group.com, Inc.

I trust that this is to your satisfaction.

Yours very truly,

*DPT*

Peter Ticktin

PT:dpt

Enc.

FILED  
00 JUL 24 PM 4:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*gjc 7/24*

ARTICLE I NAME

The name of the corporation shall be: Motor Cars Auto Group, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is: 2656 South Federal Highway.  
Delray Beach, Florida 33483-3245

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: Sales

ARTICLE IV SHARES

The number of shares of stock is: 1,000 shares at \$1.00 per share

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s) and address(es):

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

Peter Ticktin, Esquire  
5295 Town Center Road  
Boca Raton, Florida 33486

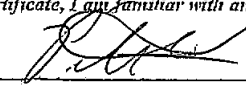
ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:


Peter Ticktin, Esquire  
5295 Town Center Road  
Boca Raton, Florida 33486

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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

  
\_\_\_\_\_  
Signature/Registered Agent

7/19/00  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature/Incorporator

7/19/00  
\_\_\_\_\_  
Date

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 JUL 24 PM 4:49

FILED