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Florida Department of State

Division of Corporations

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To:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

AUTOSALES, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
Auto Sales, Inc.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation is Auto Sales Inc. The corporation's principal address is 1790 SW 30 Avenue Pembroke Park FL 33009.

ARTICLE II
DURATION

The corporation shall exist in perpetuity.

ARTICLE III
PURPOSE

The purposes for which the corporation has been formed are any and all lawful business permitted under the laws of the State of Florida and of the United States.

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated "Common Shares."

ARTICLE V
RIGHT OF SHARES OF CAPITAL STOCK

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares, to be voted cumulatively.

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ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and Registered Office of the Corporation is:

Eitan Dagan Esquire
930 Washington Ave., Suite 205-A
Miami Beach, FL 33139 (305)672-4557

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The corporation shall have 1 Director initially. The number of Directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The names and addresses of the initial Directors and their respective offices are:

PRESIDENT/DIRECTOR: Aharon Emano

ARTICLE VIII

No contract, act or transaction of this corporation with any person or person, firm or other corporation, in the absence of fraud or wrongdoing shall be affected or invalidated by the

Prepared by:
Eitan Dagan Esquire
930 Washington Ave.,
Suite 205-A
Miami Beach, FL 33139 (305)672-4557

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fact that any director of this corporation is party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation which he may in anywise be interested. Any director of this may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

ARTICLE IX**BY-LAWS**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Directors.

ARTICLE X**INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer of director, to the full extent permitted by law.

ARTICLE XI**COMMENCEMENT OF CORPORATE EXISTENCE**

Corporate existence shall be deemed to commence on the date of filing of these articles.

ARTICLE XII**AMENDMENT**

These Articles of Incorporation may be altered or amended by resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the outstanding Common Shares entitled to vote thereon, or they may be

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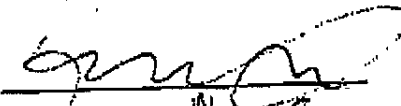
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altered or amended in any other manner now or hereafter provided by law.

ARTICLE XIII**INCORPORATOR**

The incorporator is **Aharon Emano** and his corporate address is 1790 SW 30 Avenue
Pembroke Park FL 33009.

IN WITNESS WHEREOF, I have set my hand and seal this _____ day of January 27, 2000.


Aharon Emano

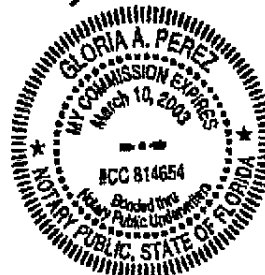
STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take
acknowledgments, personally appeared **Aharon Emano**, who produced as identification
DL#: _____, known to me to be the person who executed the foregoing Articles of
Incorporation, and acknowledged before me that the same was freely and voluntarily executed for the purposes
therein expressed.

WITNESS my hand and seal, this 21 ^{January 2000} day of November, 1999 at Miami, Dade County, Florida.


NOTARY PUBLIC
State of Florida

My commission expires:

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**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: Auto Sales Inc.
2. The name and address of the registered agent and office is:

Eitan Dagan, Esquire

(Name)

930 Washington Avenue-suite 205-A(P.O. Box or Mail Drop **NOT** Acceptable)Miami Beach, Florida 33139

(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.


(SIGNATURE)1/27/00
(DATE)

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TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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