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ROBERT E. KRAMER, ESQUIRE

ATTORNEY AT LAW

BOULEVARD EXECUTIVE PARK  
555 WEST GRANADA BOULEVARD, SUITE A-9  
ORMOND BEACH, FLORIDA 32174

TELEPHONE (904) 672-4313  
FACSIMILE (904) 672-4410

March 17, 2000

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: Auto Group International, Inc.

Dear Secretary Of State:

Enclosed are Articles of Incorporation on the above new corporation, along with your filing fee of \$87.75. Please file the Corporation and return confirmation to me at the address. Please do not hesitate to contact me if you have any questions regarding this matter.

Very truly yours,



Robert E. Kramer

REK/lks  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION OF  
AUTO GROUP INTERNATIONAL, INC.**

The undersigned subscriber to these Articles of Incorporation, each a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is AUTO GROUP INTERNATIONAL, INC.

**ARTICLE II - NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted by the laws of the United State of America and by the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares that this corporation is authorized to have outstanding at any time is sixty (60) share of no par value common stock.

**ARTICLE IV - TERMS OF EXISTENCE**

The corporation is to exist perpetually.

**ARTICLE V - ADDRESS AND REGISTERED AGENT**

The initial principal address of this corporation shall be 837 Mason Avenue, Daytona Beach, FL 32117, and the initial registered agent shall be LEONARD C. RUTKOWSKI, 837 Mason Avenue, Daytona Beach, FL 32117.

**ARTICLE VI - DIRECTION AND MANAGEMENT**

The business of this corporation shall be managed by the stockholders of the Corporation rather than a Board of Directors.

**ARTICLE VII - OFFICERS**

The initial officers of this corporation are to serve until the first election under these Articles of Incorporation. Their names and residences are as follows:

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	Leonard C. Rutkowski	837 Mason Avenue Daytona Beach, FL 32117
Secretary/ Treasurer	Leonard C. Rutkowski	837 Mason Avenue Daytona Beach, FL 32117

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

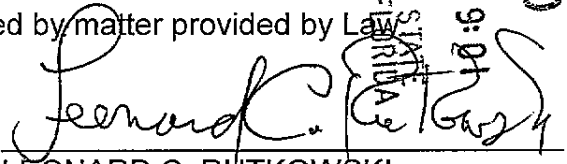
ARTICLE IX - SUBSCRIBERS

The name and street address of the subscriber to these Articles of Incorporation is as follows:

Leonard C. Rutkowski  
837 Mason Avenue  
Daytona Beach, FL 32117

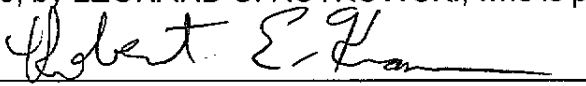
ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended by matter provided by

  
LEONARD C. RUTKOWSKI

STATE OF FLORIDA  
COUNTY OF VOLUSIA

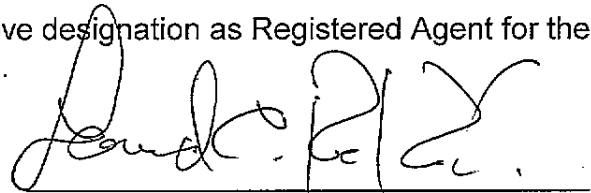
The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of March, 2000, by LEONARD C. RUTKOWSKI, who is personally known to me and who did take an oath.

  
NOTARY PUBLIC



ACCEPTANCE OR DESIGNATION OF REGISTERED AGENT

The undersigned does hereby accept the above designation as Registered Agent for the Corporation, AUTO GROUP INTERNATIONAL, INC.

  
LEONARD C. RUTKOWSKI