

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • (850) 224-8062 • Fax (850) 222-1222

P00000630661

U.S. Auto Trading
Inc.

200003182982--1
-03/24/00--01051--025
*****78.75 *****78.75

- ☒ Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

FILED
00 MAR 24 PM 1:48
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Signature _____

Requested by: LS

Name _____

Walk-In _____

Date

Will Pick Up _____

RECEIVED
03/24/00 11:20 AM
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
00 MAR 24 PM 1:48

MAR 27 2000

ARTICLES OF INCORPORATION

OF

U.S. AUTO TRADING, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of this Corporation is:

U.S. Auto Trading, Inc.

ARTICLE II: PRINCIPAL OFFICE

The street address of the initial principal office is:

11234 SW 128th Court
Miami, Florida 33186

The mailing address of this Corporation is:

11234 SW 128th Court
Miami, Florida 33186

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one (\$1.00) dollar per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent of the Corporation is:

Harold L. Lewis
One Biscayne Tower, Suite 2400
2 South Biscayne Boulevard
Miami, Florida 33131

11234 SW 128th COURT
MIAMI, FL 33186
CORPORATION
FILED
MAR 24 PM 1:49
CLERK OF CIRCUIT COURT
IN AND FOR THE STATE OF FLORIDA

ARTICLE V: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Harold L. Lewis
One Biscayne Tower, Suite 2400
2 South Biscayne Boulevard
Miami, Florida 33131

ARTICLE VI: POWERS

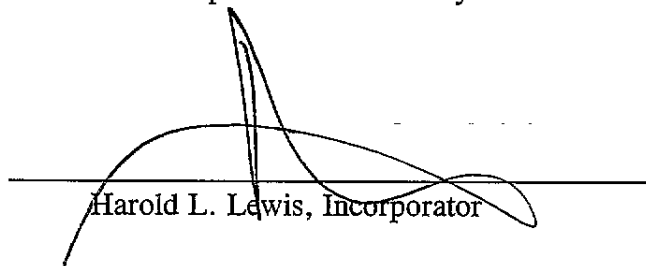
The Corporation may exercise any powers, without limitation whatsoever, which a corporation may legally exercise under the laws of the State of Florida.

ARTICLE VII: GENERAL PROVISIONS

(a) A director of the Corporation may transact business, borrow, lend or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

(b) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States. This provision shall be in addition to any other rights to which those indemnified may be entitled under any By-Laws, agreements, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and is to continue as to any person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

The undersigned has executed these Articles of Incorporation this 23rd day of March 2000.

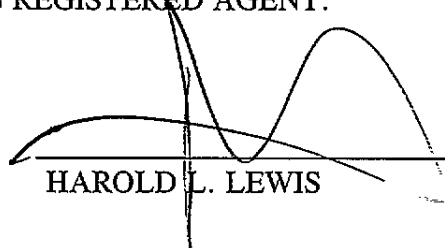

Harold L. Lewis, Incorporator

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

Pursuant to the provisions of Section 607.0501, Florida Statutes, the Corporation mentioned below, 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.S. Auto Trading, Inc.
2. The name and address of the registered agent and office is Harold L. Lewis, One Biscayne Tower, Suite 2400, 2 South Biscayne Boulevard, Miami, Florida 33131.

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.


HAROLD L. LEWIS

Dated: March 23, 2000

FILED
00 MAR 24 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA