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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

KIRK AUTOMOTIVE CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

KIRK AUTOMOTIVE CORPORATION

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

ARTICLE I

The name of the corporation shall be:

KIRK AUTOMOTIVE CORPORATION

Its business will be carried on in the State of Florida in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

The term of existence of the corporation is perpetual.

ARTICLE III

The general nature of the business to be transacted by the corporation shall be:

To import, export and sell new and used vehicles and to do all other things necessary and incidental to the proper conduct of such business and to engage in all other legal activities to advance the purpose of the business pursuant to the laws of the State of Florida and of the United States.

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ARTICLE IV

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be:

Fifty Thousand (50,000) Shares at \$.01 par value

ARTICLE V

Pursuant to Florida Statutes 607.202, the corporation's principal place of business, and its mailing address is 10155 Collins Avenue, Apt. 604, Bal Harbour, Florida 33154.

ARTICLE VI

The name and street address of the members of the first Board of Directors, who shall hold office for the first year of the corporation's existence or until his successor is elected and has qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
SAM GREENBERG	10155 Collins Avenue Apt. 604 Bal Harbour, FL 33154	President
SAM YARROW	10155 collins Avenue Apt. 604 Bal Harbour, FL 33154	Sec/Tres

There shall not be less than one (1) Director, at any time.

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ARTICLE VII

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

PHILLIP BELL
10155 Collins Avenue
Apt. 604
Bal Harbour, FL 33154

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of September 2000.


PHILLIP BELL

CITY OF MONTREAL)
PROVINCE OF QUEBEC)

SS:

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the Province and City above named, to take acknowledgments, personally appeared, PHILLIP BELL personally known to me to be the person described as Incorporator in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the Province and City named above this 8th day of September 2000.

My Commission Expires: 2001

 #51534
NOTARY PUBLIC

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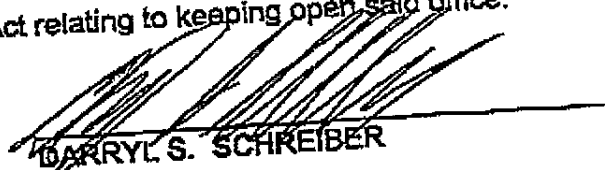
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 CERTIFICATE DESIGNATING PLACE OF BUSINESS
 OR DOMICILE FOR THE SERVICE OF PROCESS
 WITHIN THIS DATE, NAMING AGENT UPON WHOM
 PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That KIRK AUTOMOTIVE CORPORATION, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Bal Harbour, County of Miami Dade, State of Florida has named DARRYL S. SCHREIBER, ESQUIRE, who is located at 5600 Sheridan Street, Hollywood, Florida 33021, as its agent to accept process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation, at the place designed in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relating to keeping open said office.


 DARRYL S. SCHREIBER

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