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

From:
Account Name : H.A. INC.
Account Number : I19980000041
Phone : (954) 752-7520
Fax Number : (954) 752-1123

FLORIDA PROFIT CORPORATION OR P.A.

South County Antique Car Sales, Inc.

Certificate of Status	0
Certified Copy	0
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ARTICLES OF INCORPORATION
OF
South County Antique Car Sales, Inc.,
a Florida corporation

The undersigned, acting as incorporator of South County Antique Car Sales, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Florida corporation is:

South County Antique Car Sales, Inc.

ARTICLE II. ADDRESS

The corporation's mailing address is:

203 Dixie Blvd.
Delray Beach, FL 33444

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation shall begin effective October 23rd, 2000.

H.A. Incorporated
308 NW 101 Terrace
Coral Springs, FL 33071
(954) 752-7520

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ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 203 Dixie Blvd., Delray Beach, FL 33444 and the name of the corporation's initial registered agent at that address is Shane Ames.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors consisting of no less than 1 director(s). The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than 1. The name(s) of the initial director(s):

Name

Shane Ames

H.A. Incorporated
308 NW 101 Terrace
Coral Springs, FL 33071
(954) 752-7520

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ARTICLE VIII INCORPORATOR

The name and street address of the incorporator is:

H.A. Incorporated
308 NW 101 Terrace
Coral Springs, FL 33071


The incorporator of the corporation assigns to this corporation his/her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the board of directors any rights he/she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 23rd day of October, 2000

H.A. Incorporated:

By: 
Gerald Heller

H.A. Incorporated
308 NW 101 Terrace
Coral Springs, FL 33071
(954) 752-7520

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

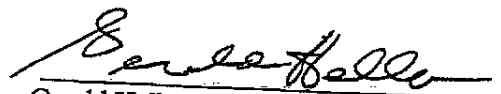
That South County Antique Car Sales, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 203 Dixie Blvd., Delray Beach, FL 33444, has named Shane Ames, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Shane Ames

203 Dixie Blvd., Delray Beach, FL 33444


Gerald Heller, Signing as power of attorney for
Shane Ames
Date: October, 23rd 2000

H.A. Incorporated
308 NW 101 Terrace
Coral Springs, FL 33071
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