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TRANSMITTAL LETTER

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

SUBJECT: Charles Marescao Automotive, Inc.

Enclosed is an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

Please provide a certificate of status.

600003887776--1 -03/20/01--01025--015 *****78.75 *****78.75

A check for \$78.75 is enclosed. This represents payment for:

Certificate of Status

FROM:

Lewis S. Kimler Attorney at Law 600 N. E. 3 Avenue

Fort Lauderdale,

33304-0000 (954) 587-0800 Florida

ARTICLES OF INCORPORATION

OF

Charles Marescao Automotive, Inc.

ARTICLE I. CORPORATE NAME.

The name of this corporation is Charles Marescao Automotive, Inc.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation is 215 S.W. 2 Place, Dania, Florida, 33004.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is Lewis S. Kimler, 600 N. E. 3 Avenue, Fort Lauderdale, Florida 33304.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of incorporation is:

Daniel Maresca 215 S.W. 2 Place Dania, Florida 33004

The undersigned executed these articles of incorporation on March 15, 2001.

Daniel Maresca, Incorporator

Designation and Acceptance of Registered Agent for a Florida Corporation

Pursuant to the provisions of F.S. 607.0501, 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 **Charles Marescao Automotive**, **Inc**.
 - 2. The name of the registered agent is Lewis S. Kimler.
- 3. The address of the registered agent/registered office is 600 N. E. 3 Avenue, Fort Lauderdale, Florida 33304.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

Lewis S. Kimler

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