

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO1000031548

Dealerconnex, Inc.

000003923660--9

-03/28/01--01048--005

\*\*\*\*\*78.50 \*\*\*\*\*78.50

☒ 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

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
01 MAR 28 PM 12:30  
FBI

01 MAR 28 PM 11:05  
TALLAHASSEE, FLORIDA

15MTH MAR 28 2001

**ARTICLES OF INCORPORATION**  
**OF**  
**DEALERCONNEX, INC.**

FILED  
01 MAR 28 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, MOTI BILIA, being of legal age, do hereby sign these presents for the purpose of forming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

The name of the corporation shall be:

**DEALERCONNEX, INC.**

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

A. The acquisition of business interests either in whole or in part, of any nature whatsoever both within and without the state of Florida and within and without the United States of America.

B. To build, construct and alter houses, buildings and structures of whatsoever nature and kind; to develop real property generally; to purchase, manufacture, acquire, hold, own, lease, sell, assign, transfer, invest in, trade in, deal in goods, wares, merchandise, real and personal property of every kind and description;

C. To conduct all types of business and operations; to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in and convey real and personal property without restrictions in this State and in any other of the several states, territories, possessions and dependencies of the United States.

D. To engage in, render or carry on, any service or other business as principal or agent, without power to let contracts for any such service or product; and to make and carry out contracts of every kind and nature that may be conducive to the accomplishment of any purposes of this corporation.

E. To acquire by purchase, or otherwise, for investment or resale, and to own, improve, operate, subdivide, lease, mortgage, sell and otherwise deal in, for cash or credit, by conveyance,

agreement for deed, or other lawful instrument, real estate or mixed property located in the State of Florida or elsewhere, and generally to deal in and traffic as owner or agent in real estate, personal and mixed property, and any interest or estate therein, and to create, own, lease, sell, operate or deal in freehold and leasehold estates of any and all nature whatsoever and to be an investor in real, mixed and/or personal property; to grant, sell and otherwise deal in franchises and licenses.

F. To factor, lend or borrow money, be a surety, and to execute and deliver, accept, take and receive notes, bonds, debentures or other evidences thereof, and mortgage, trust deed, pledges or other securities for the payment of same.

G. To act as agent, broker, or attorney-in-fact for any persons, firms or corporations in buying, selling and dealing in real or personal property or services of whatsoever kind or nature and in managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to.

H. To acquire, hold, undertake and fully exploit the good will, property, rights, franchises, assets of every kind and the liabilities of any person, firm, association or corporation, either wholly or partly; and to pay for the same in cash, stocks or bonds of the company or otherwise.

I. In any manner to acquire, enjoy, utilize and to dispose of patents, copyrights and trademarks, and any license or other interest therein and thereunder.

J. To purchase, subscribe for or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, sell, mortgage, lend money on, exchange or otherwise dispose of or turn to account or realize upon as owner, agent, broker or factor, all forms of securities, including stocks, bonds, debentures, mortgages, notes, evidencing shares of or interest in common law trusts, trusts and trust estates or associations, certificates of trust or beneficial interests in trusts, mortgages, contracts and other instruments, securities and rights; to investigate and report with respect to; and to undertake, carry on, aid, assist or participate in the organization, liquidation or reorganization of financial, commercial, mercantile, manufacturing, industrial or other business concerns, firms, associations and corporations; to institute, participate in or promote commercial, mercantile, financial and industrial enterprises and operations.

K. To borrow money and contract debts when necessary in the purchase of or acquisition of real, personal and intangible property, business rights or franchises, or for additional working capital or for any other object in or about its business or affairs and without limit as to amount; and to secure the payment of money in any lawful manner.

L. To enter into any partnership, limited or general, as Limited or General Partner, or both, and to enter into any other arrangement for profit-sharing, union or interest, or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal

or public authority in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this corporation.

M. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; capital stock owned by the corporation shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders' quorum or vote.

N. To do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes hereinafter or before enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the benefit or protection of the corporation, either as holders of, or interested in any property, or otherwise.

O. To exercise all of the powers which are now or may hereafter be conferred upon corporations generally by the laws of the State of Florida.

### ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: 1,000 shares of common stock at \$1.00 per share par value.

### ARTICLE IV

The amount of capital with which this corporation shall commence business shall be not less than Five Hundred (\$500.00) Dollars.

### ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

### ARTICLE VI

The initial street address of said corporation shall be: **12717 W. Sunrise Blvd., Suite 180, Ft. Lauderdale, Florida 33323** with the privilege of having its office and branch offices at other places within or without the State of Florida.

### ARTICLE VII

The number of Directors of this corporation shall be not less than one (1) nor more than three (3) and the initial Board of Directors of this corporation shall be comprised of **three (3)** members.

### ARTICLE VIII

The name and street address of the person who is appointed to act as Director until the first annual meeting of the stockholders or until their successors are elected and shall qualify is:

| <u>NAME</u>                | <u>ADDRESS</u>  |
|----------------------------|---|
| <b>MOTI BILIA</b>          | <b>380 Torchwood Avenue<br/>Plantation, Florida 33324</b>           |
| <b>LEOR PORTAL</b>         | <b>13260 NW 13<sup>th</sup> Street<br/>Sunrise, Florida 33323</b>   |
| <b>JASON T. BRIETSTEIN</b> | <b>1040 Seminole Drive, #1251<br/>Ft. Lauderdale, Florida 33304</b> |

#### ARTICLE IX.

The name and address of the person signing these Articles of Incorporation as a Subscriber and the number of shares he has agreed to purchase are as follows:

| <u>NAME</u>       | <u>ADDRESS</u>  | <u>NO. OF SHARES</u> |
|-------------------|---|----------------------|
| <b>MOTI BILIA</b> | <b>380 Torchwood Avenue<br/>Plantation, Florida 33324</b> | <b>1000</b>          |

#### ARTICLE X.

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

#### ARTICLE XI.

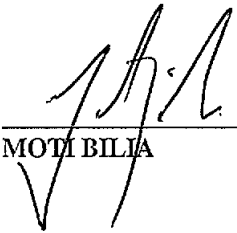
The corporation has designated as its Registered Office: **12717 W. Sunrise Blvd., Suite 180, Ft. Lauderdale, Florida 33323.**

#### ARTICLE XII.

The corporation has designated as its Registered Agent, **MOTI BILIA** who is a resident of the State of Florida, and whose business office is the same as that of the registered office.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinabove named, and for the purpose of forming a corporation pursuant to the corporation law of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and agree to take the number of shares of stock hereinabove set forth, and

accordingly have hereunto set my hand and seal this 27 day of March 2001 at Plantation, Broward County, Florida.

  
\_\_\_\_\_  
MOTI BILAL

(SEAL)

**ACKNOWLEDGMENT**

Having been named as the Registered Agent for the above stated corporation at the place designated in said Articles, I hereby accept to act in this capacity and agree to comply with the provisions of all applicable statutes relative to keeping open said office.

  
\_\_\_\_\_  
MOTI BILAL  
REGISTERED AGENT

**FILED**  
01 MAR 28 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA