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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 : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 661-8503
Fax Number : (803) 761-7427

FLORIDA PROFIT CORPORATION OR P.A.

VALRICO AUTO DEALER, INC.

Certificate of Status	0
Certified Copy	1
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~~Power of Attorney~~

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Articles Of Incorporation

Of

VALRICO AUTO DEALER, INC.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is VALRICO AUTO DEALER, INC.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FLORIDA INCORPORATORS, INC.
1221 BRICKELL AVE, STE. 900 1
MIAMI, FL 33131
(305) 379-7907

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FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$1.00 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is ONE (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and qualified is:

EDUARDO S. BARRIOS
113 CORAL CREST DR.
VALRICO, FL 33594

SEVENTH: The name and address of the incorporator is:

EDUARDO S. BARRIOS
113 CORAL CREST DR.
VALRICO, FL 33594

EIGHTH: The name and address of the initial registered agent and the initial registered office is:

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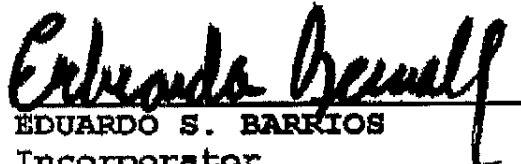
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EDUARDO S. BARRIOS
113 CORAL CREST DR.
VALRICO, FL 33594

NINTH: The mailing address and principal office of
the corporation is:

VALRICO AUTO DEALER, INC.
113 CORAL CREST DR.
VALRICO, FL 33594

DATED: April 3, 2001


EDUARDO S. BARRIOS
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and
responsibilities as registered agent of the corporation.


EDUARDO S. BARRIOS

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