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CORPORATION(S) NAME

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MIDWAY AUTO SALES INC.



Empire Toll Free: 1-800-432-3028

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAY -4 AM 9:20
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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | | |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

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CERTIFIED
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FILED
01 MAY -4 AM 11:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

of

MIDWAY AUTO SALES INC.

(name of corporation)

FILED
01 MAY -4 AM 11:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

MIDWAY AUTO SALES INC.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100.00 shares (100) of 1.00
Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>JOE DA COSTA</u>		
ADDRESS	<u>6811 S.W. 13 ST.</u>		
CITY	<u>PEMBROKE PINES</u>	FLORIDA	<u>FL.</u>
			ZIP <u>33023</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>MIDWAY AUTO SALES INC.</u>		
ADDRESS	<u>2502 JERSEY AVE.</u>		
CITY	<u>FORT PIERCE</u>	FLORIDA	<u>FL.</u>
			ZIP <u>34947</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

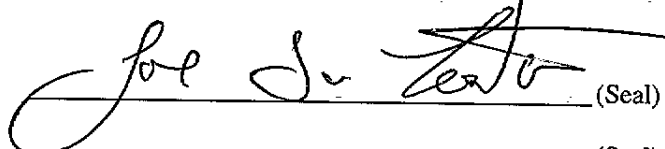
NAME	JOE DA COSTA		
ADDRESS	6811 S.W. 13 ST.		
CITY	PEMBROKE PINES	STATE	FL. ZIP 33023
NAME	RICHARD HATCHER		
ADDRESS	1027 N.E. 17 AVE.		
CITY	FORT LAUD	STATE	FL. ZIP 33304
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	JOE DA COSTA		
ADDRESS	6811 S.W. 13 ST.		
CITY	PEMBROKE PINES	STATE	FL. ZIP 33023
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 5/02/01 day of MAY, 01.

 (Seal)

(Seal)

(Seal)

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

MIDWAY AUTO SALES INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 6811 S.W. 13 ST.

DEMBROKE PINES FL 33023

has named JOE DA COSTA

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Joe Da Costa
(registered agent)

FILED
01 MAY - 19
SECRETARY OF STATE
TALLAHASSEE FLORIDA