

JUN-27-2001 14:31

FROM: ATLAS PEARLMAN, P.A.

954-766-7800

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Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**IMPERIAL MOTOR CARS, INC.**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATIONOFIMPERIAL MOTOR CARS, INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I  
CORPORATE NAME

The name of this Corporation shall be: **IMPERIAL MOTOR CARS, INC.**

ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is 720 N. State Road 7, Plantation, Florida 33317.

ARTICLE III  
NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

James M. Schneider, Esq., FL Bar # 214338  
Atlas, Peariman, Trop & Borkson, P.A.  
350 East Las Olas Boulevard, Suite 1700  
Fort Lauderdale, Florida 33301  
Phone No. (954) 763-1200

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ARTICLE IV  
CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 100 shares of common stock, par value \$.01 per share.

ARTICLE V  
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI  
REGISTERED AGENT AND  
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Ziv Rappaport  
1401 N.E. 123<sup>rd</sup> Street  
N. Miami, Florida 33161

The person named as initial Director shall hold office for the first year of existence of this Corporation, or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VII  
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is James M. Schneider, Esq., 350 East Las Olas Boulevard, Suite 1700, Fort Lauderdale, Florida 33301.

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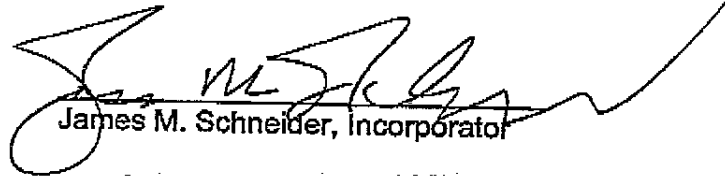
ARTICLE VIII  
INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

ARTICLE IX  
AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 27<sup>th</sup> day of June, 2001.

  
James M. Schneider, Incorporator

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CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS

IMPERIAL MOTOR CARS, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 720 N. State Road 7, Plantation, Florida 33317 has named Ziv Rappaport whose address is 1401 N.E. 123<sup>rd</sup> Street, N. Miami, Florida 33161 as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

  
Ziv Rappaport

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