

CORPORATE
ACCESS,
INC.

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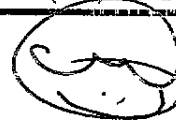
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1.) St. Lucie County Auto Remarketers, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
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3.)
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5.)
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SPECIAL INSTRUCTIONS

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DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION
OF
ST. LUCIE COUNTY AUTO REMARKETERS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is ST. LUCIE COUNTY AUTO REMARKETERS, INC.

ARTICLE II. DURATION

The period of duration of this corporation is perpetual.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 7,500 shares of capital stock with a par value of \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The mailing address and street address of the initial principal and registered office of this corporation is 2285 W. Eau Gallie Blvd., Melbourne, Florida 32935. The name of the initial registered agent at such address is: Scott Wright, Esquire

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of Directors may be either increased or diminished from time to time as provided by the Bylaws, but shall never be less than one. The names and addresses of the initial Director of this corporation are:

Ralph J. Lenoci
2285 W. Eau Gallie Blvd.
Melbourne, Florida 32935

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of this corporation is:

Scott Wright, Esquire
2285 W. Eau Gallie Blvd.
Melbourne, Florida 32935

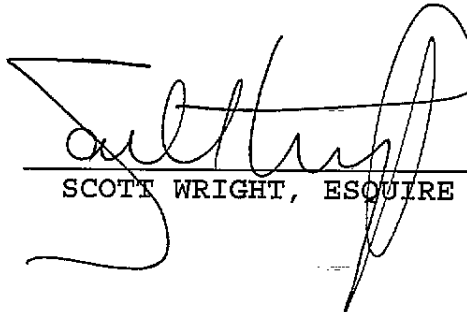
ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify any officer or Director or former officer or Director to the full extent permitted by law.

ARTICLE IX. BYLAWS

The powers to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and shareholders.

IN WITNESS WHEREOF, the undersigned have made and subscribed of these Articles of Incorporation at Melbourne, Florida, on this 31st day of July, 2001.



SCOTT WRIGHT, ESQUIRE

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, this day personally appeared SCOTT WRIGHT, ESQUIRE to me well known to be the person described in the foregoing Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Melbourne, Florida, on this 31st day of July, 2001.

Identification provided:

Personally Known

NOTARY STAMP SEAL:



Shannon Vassallo
NOTARY SIGNATURE

Shannon Vassallo
NOTARY PRINTED NAME

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated as Registered Agent of ST. LUCIE COUNTY AUTO REMARKETERS, INC. with the registered office at 2285 W. Eau Gallie Blvd., Melbourne, Florida 32935, hereby consents to and accepts said designation.

Scott Wright
SCOTT WRIGHT, ESQUIRE

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, this day personally appeared SCOTT WRIGHT, ESQUIRE who is personally known to me or has produced Personally Known as identification, and who is well known to me to be the person described in and who executed the foregoing Acceptance of Registered Agent, and he did freely and voluntarily acknowledgè before me according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Melbourne, Florida, on this 31st day of July, 2001.

NOTARY STAMP SEAL:



Shannon Vassallo
NOTARY SIGNATURE

Shannon Vassallo
NOTARY PRINTED NAME

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