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REIMER & ROSENTHAL

Division of Corporations

PAGE 01

Page 1 of 1

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Florida Department of State
Division of Corporations
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Phone : (954) 384-9200
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

GFA AUTOMOTIVE, INC.

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**ARTICLES OF INCORPORATION
OF
GFA AUTOMOTIVE, INC.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

GFA Automotive, Inc.

ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any and all lawful activities or business permitted under the laws of the United States, the state of Florida or any other state, country, territory or nation.

ARTICLE III PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2665 N.W. 1st Avenue
Boca Raton, FL 33432

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$.01 par value per share.

ARTICLES PREPARED BY:

Alex P. Rosenthal, Esq.
Reimer & Rosenthal LLP
2115 N. Commerce Parkway
Weston, Florida 33326
FLA. BAR NO. 815160

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STATE OF FLORIDA
DIVISION OF CORPORATIONS

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ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

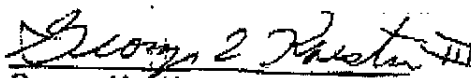
Alex P. Rosenthal, Esq.
Reimer & Rosenthal LLP
2115 N. Commerce Parkway
Weston, Florida 33326

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

George Koester
2665 N.W. 1st Avenue
Boca Raton, FL 33432

The undersigned has (have) executed these Articles of Incorporation this 4th day of September 2001.


George Koester

ARTICLES PREPARED BY:

Alex P. Rosenthal, Esq.
Reimer & Rosenthal LLP
2115 N. Commerce Parkway
Weston, Florida 33326
FLA. BAR NO. 815160

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

GFA Automotive, Inc.

2. The name and address of the registered agent and office is:

Alex P. Rosenthal, Esq.
Reimer & Rosenthal LLP
2115 North Commerce Parkway
Weston, Florida 33326

SIGNATURE


George Koester

TITLE: President

DATE: September 4, 2001

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


Alex P. Rosenthal, Esq.

DATE: 9/4/01

ARTICLES PREPARED BY:

Alex P. Rosenthal, Esq.
Reimer & Rosenthal LLP
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Weston, Florida 33326
FLA. BAR NO. 815160

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