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December 13, 2001

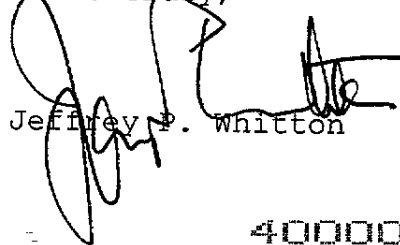
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Coastal Auto Finance, Inc.

Enclosed please find the original and a copy of the Articles of Incorporation for Coastal Auto Finance, Inc. Please return a file stamped copy.

Yours truly,


Jeffrey P. Whitton

JPW/ch

Enclosure: Check No. 23535

400004726204--9
-12/14/01--01033--001
*****122.50 *****78.75

gr 12/17

ARTICLES OF INCORPORATION
OF
COASTAL AUTO FINANCE, INC.

The undersigned subscriber to these Articles of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is Coastal Auto Finance, Inc. The principal place of business and mailing address of the corporation is 3715 W. 23rd Street, Panama City, FL 32405.

ARTICLE II

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III

This corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV

This corporation is authorized to issue One Hundred (100) shares of common stock, each share having the par value of \$1.00.

ARTICLE V

The street address of the initial registered officer of this corporation is 3715 W. 23rd Street, Panama City, Florida, 32405, and the name of the initial registered agent of this corporation at that address is David L. Rich.

ARTICLE VI

This corporation shall have one director initially. The number of directors may be either increased or diminished from

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time to time by the by-laws but shall never be less than one.

The name and address of the initial director of this corporation is:

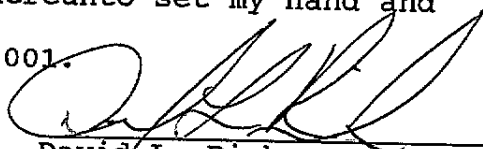
David L. Rich
3715 W. 23rd Street
Panama City, FL 32405

ARTICLE VII

The name and address of the person signing these Articles is:

David L. Rich
3715 W. 23rd Street
Panama City, FL 32405


IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13th day of December, 2001.


David L. Rich

CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

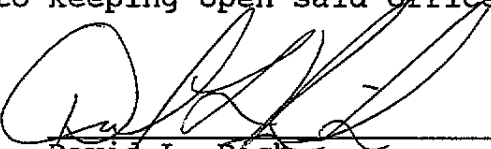
Coastal Auto Finance, Inc., desiring to organize under the laws of the State of Florida, has designated David L. Rich, 3715 W. 23rd Street, Panama City, Florida, 32405, as its initial Registered Office and has named David L. Rich, 3715 W. 23rd Street, Panama City, Florida, 32405, as its agent to accept service of process within this state.


David L. Rich

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ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept said appointment and agree to comply with the provisions of said act relative to keeping open said office.


David L. Rich