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From:

: CORPORATE CREATIONS CHICAGO, L.L.C Account Name

: 110450001334 : (773)935~3920 Account Number Phone Fax Number : (773)935-4020

FLORIDA PROFIT CORPORATION OR P.A.

J.J. Auto Holding Company

Certificate of Status	1
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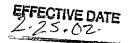
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CHICAGO OFFICE

PAGE 02

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ARTICLES OF INCORPORATION



Article I. Name

The name of this Florida corporation is: J.J. Auto Holding Company

Article II. Address

The Corporation's mailing address is: J.J. Auto Holding Company 440 Columbia Drive #300 West Palm Beach FL 33409

Article III. Registered Agent

The name and address of the Corporation's registered agent is: Dave K. Roy 440 Columbia Drive #300 West Palm Beach FL 33409

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Dave K. Rov

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal

liability to the fullest extent permitted by applicable law.

Corporate Creations Chicago L.L.C. 3023 North Clark Street #318 Chicago IL 60657 (773) 935-3920

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is: Corporate Creations Chicago L.L.C. 3023 North Clark Street #318 Chicago IL 60657

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on February 25, 2002.

The undersigned incorporator executed these Articles of Incorporation on February 25, 2002.

CORPORATE CREATIONS CHICAGO L.L.C.

Brian R. Fons President

Corporate Creations Chicago L.L.C. 3023 North Clark Street #318 Chicago IL 60657 (773) 935-3920 H02000044170

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

J.J. Auto Holding Company

REGISTERED AGENT/OFFICE:

Dave K. Roy 440 Columbia Drive #300 West Palm Beach FL 33409

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

DAVE K. ROY

by B.R. Fons as attorney-in-fact

Date: February 25, 2002

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