

DAVID C. LEVENREICH
ATTORNEY AND COUNSELOR AT LAW

ALSO ADMITTED TO
PRACTICE IN
THE STATE OF TEXAS

406 SOUTH PROSPECT AVENUE
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March 25, 2002

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*****78.75 *****78.75

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: American Auction Service Corp.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation for the above-referenced corporation. Also enclosed is my check in the amount of \$78.75 made payable to "Florida Department of State" to cover the filing fee as follows:

\$35.00 - Filing Fees
\$ 8.75 - Certified Copy
\$35.00 - Registered Agent Designation
\$78.75 - Total

Please return the certified copy of these Articles of Incorporation to me at the above address. Thank you for your assistance in this matter.

Very truly yours,

David C. Levenreich

DCL:mlh

Enclosures

cc: Edward L. Rice w/enclosure via facsimile transmiss

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR 27 PM 2:01

FILED

APR 02 2002

ARTICLES OF INCORPORATION OF
AMERICAN AUCTION SERVICE CORP.

02 MAR 27 PM 2:01
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this corporation is AMERICAN AUCTION SERVICE CORP.

ARTICLE II - Street Address and Mailing Address

The street address of this corporation is 6200 90th Avenue North, Pinellas Park, Florida 33782. The mailing address of this corporation is 6200 90th Avenue North, Pinellas Park, Florida 33782.

ARTICLE III - Duration

This corporation shall have perpetual existence.

ARTICLE IV - Purpose

This corporation is organized to include the transaction of any or all lawful business for which it may be incorporated under Chapter 607, Florida Statutes, as presently enacted and as it may be amended from time to time.

ARTICLE V - Capital Stock

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 6200 90th Avenue North, Pinellas Park, Florida 33782, and the name of the initial registered agent of this corporation at that address is David C. Levenreich, Attorney and Counselor at Law.

ARTICLE VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Edward L. Rice	6200 90th Avenue North Pinellas Park, Florida 33782

ARTICLE VIII - Incorporator

The name and address of the person signing these Articles are Edward L. Rice, 6200 90th Avenue North, Pinellas Park, Florida 33782.

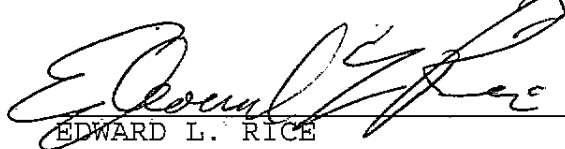
ARTICLE IX - Indemnification

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

ARTICLE X - Amendment

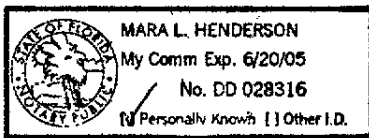
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

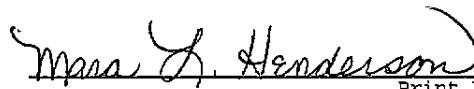
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of March, 2002.


EDWARD L. RICE

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 25th day of March, 2002, by EDWARD L. RICE, who is personally known to me ~~or who has produced~~ as identification.




Print Name of Notary
Notary Public - State of Florida
Commission No. _____
My Commission Expires: _____

CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to Section 48.091, Florida Statutes, AMERICAN AUCTION SERVICE CORP., desiring to organize under the laws of the State of Florida, hereby designates David C. Levenreich, Attorney and Counselor at Law, located at 406 South Prospect Avenue, Clearwater, Florida 33756, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Section 48.091(2), Florida Statutes, relative to maintaining an office for the service of process.

DAVID C. TEVENREICH
ATTORNEY AND COUNSELOR AT LAW

FILED
02 MAR 27 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA