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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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NOV 19 2002

Malcolm A. Leonard
Certified Public Accountant, P.A.

3810 Hollywood Boulevard
Hollywood, Florida 33021-6730

Telephone (954) 962-5277
Fax (954) 981-5844

November 08, 2002

SECRETARY OF STATE

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

We are enclosing the Certificate of Incorporation for: **PalmAuto Mart, Inc.**, and a check in the amount of \$70.00.

Please send the approved papers to : **MALCOLM A. LEONARD, CPA, P.A.**,
3810 Hollywood Boulevard, Hollywood, Florida 33021-6730. Thank you.

Sincerely,



MALCOLM A. LEONARD, CPA, P.A.

ARTICLES OF INCORPORATION

OF

PALM AUTOMART, INC.

THIS IS TO CERTIFY that I, the undersigned, hereby associate myself unto a corporation pursuant to the provisions of the laws of the State of Florida providing for the formation of a corporation for profit for the purposes and with the powers herein mentioned, and to that end do by Certificate set forth:

I

The name of the Corporation is:

PALM AUTOMART, INC.

II

The Corporation's existence shall commence at 12:01 a.m . local time on the date of filing. The Corporation shall be of perpetual duration.

III

The Corporation may engage or transact in any or 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.

IV

There shall be only one (1) class of stock in this corporation, namely common stock with a par value of \$1.00 per share.

The maximum number of shares that this corporation is authorized to have outstanding at any time is one thousand (1,000) shares, with a par value of \$1.00 each.

The corporation shall commence its existence with one hundred (100) shares. To be owned by the undersigned incorporator: Johnny Kahn, 5934 Rodman Street, Hollywood, FL 33023.

V

The registered office of the Corporation is to be located at: 5934 Rodman Street, Hollywood, FL 33023.

VI

It is the intent of the incorporator that the Corporation will qualify under Section 1244 of the Internal Revenue Code.

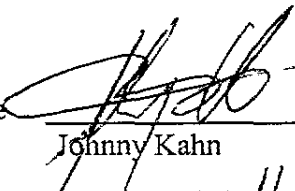
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

VII

In compliance with Section 48,091 Florida Statutes, the following is submitted:

First, that **Palm Automart, Inc.** desiring to organize and qualify under the laws of the state of Florida, with its principal place of business in the city of **Hollywood**, State of Florida, has named **Johnny Kahn, 5934 Rodman St, Hollywood, Fl 33023** as its registered agent to accept service process within Florida.

Signature

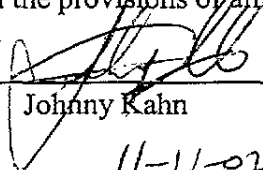

Johnny Kahn

Date

11-11-02

The mailing address and principal address of the corporation is: **5934 Rodman Street, Hollywood, Fl 33023**. Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of these duties.

Signature:


Johnny Kahn

Date

11-11-02

VIII

The initial Board of Directors shall consists of one (1) Director. The name, post office address of the first Board of Directors and Officers who, subject to the provisions of the Certificate of Incorporation, by-laws and the Act of the Legislature of the State of Florida, whereunder the Corporation is organized , shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, is as follows:

NAME: ' _____

ADDRESS: _____

OFFICE: _____

Johnny Kahn

**5934 Rodman Street
Hollywood, FL 33023**

President

The Undersigned incorporators agrees to abide by the provisions of this charter and of the laws of the State of Florida in the conduct of the affairs of this corporation, and to take the number of shares of stock as set forth above.

Signature of Incorporators:

Date:

11-11-02



Johnny Kahn

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DIVISION OF CORPORATIONS