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Matthew R. Neuman

Attorney at Law

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Email: mneuman@lkcpa.com

SECRETARY OF STATE
TALLAHASSEE FLORIDA

November 12, 2002

Department of State
Division of Corporations
PO Box 6327
Tallahassee FL 32314

RE: The Madigan Auto Group, Inc.

Dear Sir or Madam:

Please be advised that I represent the above referenced corporation.

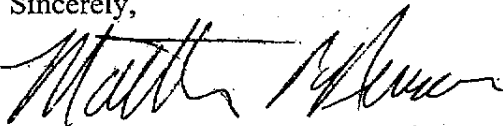
Please accept the enclosed Articles of Incorporation for the corporation.

Please process the Articles and return the certification of status documents to my office so that I may prepare the other organizational documents for my client.

If these documents are lacking in any way, please contact me at once.

Please advise.

Sincerely,



Matthew R. Neuman, Esq.

cc: Mr. William Madigan Jr.

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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ARTICLE I NAME

The name of the corporation shall be:

THE MADIGAN AUTO GROUP, INC. SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

2450 TREASURE ISLE DRIVE
PALM BEACH GARDENS, FL 33410

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

ANY LAWFULL BUSINESS

ARTICLE IV SHARES

The number of shares of stock is:

100

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s), address(es) and title(s):

WILLIAM J. MADIGAN, JR - DIRECTOR
2450 TREASURE ISLE DR.
PALM BEACH GARDENS, FL. 33410

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

WILLIAM J. MADIGAN, JR
2450 TREASURE ISLE DR.
PALM BEACH GARDENS, FL. 33410

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

WILLIAM J. MADIGAN, JR.
2450 TREASURE ISLE DR.
PALM BEACH GARDENS, FL. 33410

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent

10-29-2002

Date

Signature/Incorporator

10-29-2002

Date