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To: Division of Corporations
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From: Account Name : EMPIRE CORPORATE KIT COMPANY
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03 MAR -4 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

FIVE STAR REBUILTS TITLE OF FLORIDA, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 04 |
| Estimated Charge | \$78.75 |

THUR MAR 05 2003

ARTICLES OF INCORPORATION

OF

FIVE STAR REBUILTS TITLE OF FLORIDA, INC.

The undersigned hereby petition for the formation of a corporation under the laws of the State of Florida, with and under the following Charter:

ARTICLE I

The name of the corporation shall be:

FIVE STAR REBUILTS TITLE OF FLORIDA, INC.

ARTICLE II

The general nature of the business to be transacted shall be to rebuild car titles and or otherwise engage in any activity or business permitted under the laws of the United States of America and this State.

ARTICLE III

The capital stock of this corporation shall consist of 1000 shares of common stock of \$1.00 par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation the holders of the stock shall be entitled to distribution rateable as their holdings may appear upon the stock record of the corporation.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The business and property of this corporation shall be managed by a

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GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

FL. BAR NO.: 694-290

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TALLAHASSEE, FLORIDA

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Board of Directors consisting of one (1) or more members, as may be provided by-laws.

ARTICLE VI

The names and post office addresses of the first Board of Directors of this corporation, who, subject to the provisions of this Certificate, the By-laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

| | | |
|--------------|---------------------|-----------|
| | MIGUEL VELEZ | President |
| Residing at: | 725 EAST 2ND AVENUE | |
| | HIALEAH, FL | |

ARTICLE VII

The Registered Agent for the purpose of complying with Florida law shall be MIGUEL VELEZ and the registered agent's office of this corporation shall be 6801 N. W. 27TH AVENUE, MIAMI, FL 33147.

ARTICLE VIII

The post office address of the principal office of this corporation until otherwise determined by the stockholders or the Board of Directors shall be 6801 N. W. 27TH AVENUE, MIAMI, FL 33147, and branch offices may be maintained at such places in the State of Florida, and in the United States of America and in foreign countries as may from time to time be authorized by the stockholders or Board of directors of this Corporation.

ARTICLE IX

The name and post office address of the Subscriber of this Certificate of Incorporation and the number of shares of the capital stock of this corporation subscribed by the said Subscriber of this Certificate of

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Incorporation are as follows:

| NAME | ADDRESS | NO. OF SHARES |
|--------------|------------------------------------|---------------|
| MIGUEL VELEZ | 725 EAST 2ND AVENUE HIALEAH, FL | 1000 |

ARTICLE X

The regulations of the conduct of the affairs of this corporation, the issuance of certificate of capital stock of this corporation, the voting rights of the holders of the shares of the capital stock of this corporation, are vested in the shareholders.

IN WITNESS WHEREOF, the undersigned Subscriber has hereunto set their hand and seal in the City of Miami, County of Dade, State of Florida, this 1st day of March, 2003.

SWORN TO AND SUBSCRIBED before me on this 1st day of March, 2003.

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

MIGUEL VELEZ, PRESIDENT (SEAL)

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, MIGUEL VELEZ, known to be the person who executed the foregoing Certificate of Incorporation of FIVE STAR REBUILTS TITLE OF FLORIDA, INC., and he acknowledged before me that he has executed the same for the purpose therein set forth. The foregoing instrument was acknowledged before me by FIVE STAR REBUILTS TITLE OF FLORIDA, INC., who produced identification.

SWORN TO AND SUBSCRIBED before me on this 1st day of March, 2003.

MY COMMISSION EXPIRES:

Notary Public, State of Florida

I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION. I AM FAMILIAR WITH THE DUTIES REQUIRED OF ME.

MIGUEL VELEZ

Prepared by:
GERALD T. ENGEL, ESQ., 901 N. W. 22ND AVENUE, MIAMI, FL 33125
(305) 649-7344

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