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SECRETARY OF STATE ALLAHASSEE, FLORIDA

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JUISTICE FOR ALL

1301 N.E. 14TH STREET OCALA, FLORIDA 34470 (352) 732-7001

July 15th, 2003

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

Ladies or Gentlemen:

Enclosed please find the original and (1) copy of the Articles of Incorporation of GOOD DEAL AUCTION SERVICES, INC. Please make the effective date of the corporation January 01, 2003.

I have enclosed a money order in the amount of \$78.75 to cover the costs as follows:

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

Please forward a certified copy of the Articles of Incorporation to the below address:

14536 SW 34 TERR RD OCALA, FL 34473

Thank you in advance for your kind and prompt attention to this matter. Should you have any questions or are in need of further information, please feel free to contact me at the telephone number shown above in the letterhead.

Sincerely yours.

Catherine C. Saunders

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

GOOD DEAL AUCTION SERVICES, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is GOOD DEAL AUCTION SERVICES, INC.

ARTICLE II

The existence of the Corporation shall begin upon the file date.

ARTICLE III

The street address of the principal office of the Corporation is 14536 SW 34 Terrace, Road, Ocala, FL 34473

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 6221 SW 7th Avenue, Ocala, FL 34473. The initial registered agent for the Corporation at that address is Leonard Denerstein.

ARTICLE VI

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
Bruce M. Denerstein	14536 SW 34th Terrace Road, Ocala, FL
	34473

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Name

Address

Bruce M. Denerstein

14536 SW 34th Terrace Road, Ocala, FL 34473

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this , day of July, 2003.

Name: Bruce M. Denerstein, Director

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for GOOD DEAL AUCTION SERVICES, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Date: on this

, day of July, 2003

Name: Leonard Denerstein

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

- 1. The name of the corporation is:
- The name and address of the registered agent and office is: LEONARD DENERSTEIN
 6221 SW 7TH AVE
 OCALA, FL 34473

Signature: Title: REGISTERED AGENT

Date: 7-17-03

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature

Date: 7-17-03

3 JUL 21 PH 2: 05 SECRETARY OF STATE