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Division of Corporations
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Florida Department of State
Division of Corporations
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SEC. OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.
PEARCE AUTO ENTERPRISES, INC.

Certificate of Status	0
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Page Count	03
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PEARCE AUTO ENTERPRISES, INC.

In compliance with the requirements of Chapter 607 of the Florida Statutes (the "Florida Business Corporation Act"), the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

NAME

The name of the corporation (hereinafter called the "Corporation") is

PEARCE AUTO ENTERPRISES, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation shall be:

700 S. Federal Highway, Suite 200
Boca Raton, FL 33487

ARTICLE III

PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

Prepared by:
Steven Garellek, Esq.
700 S. Federal Highway Suite 200
Boca Raton, FL 33432
(561) 393-5660

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ARTICLE IV

CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to issue is 300 shares, all of which shall be Common Stock, no par value. All shares of Common Stock shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

REGISTERED OFFICE AND AGENT

The initial street address of the Corporation's initial registered office shall be 700 S. Federal Highway Suite 200, Boca Raton, Florida 33432. The initial registered agent for the Corporation at that address shall be Steven Garellek.

ARTICLE VI

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

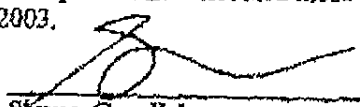
Name

Address

Steven Garellek

700 S. Federal Highway
Suite 200
Boca Raton, FL 33432

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1 day of December, 2003.


Steven Garellek

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ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process of PEARCE AUTO ENTERPRISES, INC. at the place designated in the Articles of Incorporation, 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.

DATED: December 1, 2003


Steven Garellek

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