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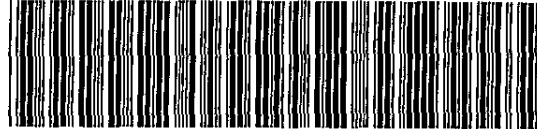
(Business Entity Name)

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## **ARTICLES OF INCORPORATION**

**OF**

**Buyers Advantage Auto Wholesalers Inc.**

### **ARTICLE I - NAME**

**THE NAME OF THIS CORPORATION IS:**

**Buyers Advantage Auto Wholesalers Inc.**

### **ARTICLE II - DURATION**

**THESE ARTICLES OF INCORPORATION SHALL BE EFFECTIVE UPON APPROVAL BY THE SECRETARY OF STATE OF THE STATE OF FLORIDA. THIS CORPORATION IS TO HAVE PERPETUAL EXISTENCE UNLESS SOONER DISSOLVED ACCORDING TO LAW.**

### **ARTICLE III - PURPOSE**

**TO ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES.**

### **ARTICLE IV - CAPITAL STOCK**

**THE MAXIMUM NUMBER OF SHARES THAT THIS CORPORATION IS AUTHORIZED TO HAVE ANY ONE TIME IS 1000 SHARES OF COMMON STOCK. EACH HAVING THE PAR VALUE OF \$1:00 (ONE DOLLAR) PER SHARE. THE CONSIDERATION TO BE PAID FOR EACH SHARE SHALL BE FIXED BY THE BOARD OF DIRECTORS FROM TIME TO TIME.**

### **ARTICLE V - INITIAL CAPITAL**

**THE AMOUNT OF CAPITAL STOCK WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS IS ONE THOUSAND DOLLARS (\$1000.00).**

## **ARTICLE IX - SUBSCRIBER(S)**

THE NAME AND STREET ADDRESS OF THE SUBSCRIBER(S) OF THESE ARTICLES OF INCORPORATION AND THE NUMBER OF SHARES OF STOCK HE/SHE HAS AGREED TO TAKE IS AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>	
KHOURI HOWSON	2700 NW 36TH TERR LAUDERDALE LAKES, FL 33311	510
LOWELL HOWSON	2700 NW 36TH TERR LAUDERDALE LAKES, FL 33311	490

## **ARTICLE X - REGISTERED AGENT**

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

KHOURI HOWSON  
2700 NW 36TH TERR  
LAUDERDALE LAKES, FL 33311

## **ARTICLE XI - PRE-EMPTIVE RIGHTS**

EACH SHAREHOLDER OF THE CORPORATION SHALL BE ENTITLED TO FULL PRE-EMPTIVE RIGHTS TO ACQUIRE HIS (HER) PROPORTION PART OF ANY ISSUED, UNISSUED, OR TREASURY SHARES OF THE CORPORATION AT NET ASSET VALUE.

## **ARTICLE XII - AMENDMENT(S)**

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE SHAREHOLDER(S) AND APPROVED AT A SHAREHOLDER'S MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL OF THE DIRECTORS AND ALL OF THE SHAREHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT TO THESE ARTICLES OF INCORPORATION BE MADE.

## **ARTICLE VI - ADDRESS**

**THE INITIAL STREET ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS TO BE AT:**

**2700 NW 36TH TERR  
LAUDERDALE LAKES, FL 33311  
(407) 895-5933**

## **ARTICLE VII - DIRECTORS**

**THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY THE LAWS ADOPTED BY THE SHAREHOLDERS.**

## **ARTICLE VIII - INITIAL DIRECTORS**

**THE NAME(S) AND ADDRESS(ES) OF THE BOARD OF DIRECTORS AND THE OFFICE(S) HELD UNTIL SUCCESSOR(S) ARE ELECTED AND HAVE QUALIFIED ARE:**

<b><u>NAME</u></b>	<b><u>OFFICE</u></b>	<b><u>ADDRESS</u></b>
<b>KHOURI HOWSON</b>	<b>PRESIDENT</b>	<b>2700 NW 36TH TERR LAUDERDALE LAKES, FL 33311</b>
<b>LOWELL HOWSON</b>	<b>VICE PRES.</b>	<b>2700 NW 36TH TERR LAUDERDALE LAKES, FL 33311</b>

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND SEAL, AND ACKNOWLEDGED AND  
FILED THE FORGOING ARTICLES OF INCORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA  
THIS 24TH DAY OF MARCH 2004.

  
KHOURI HOWSON

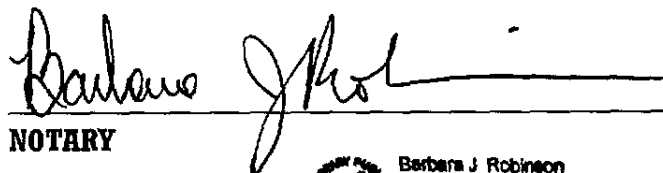
**STATE OF FLORIDA  
COUNTY OF BROWARD**

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND  
COUNTY SET FORTH ABOVE, PERSONALLY APPEARED

**KHOURI HOWSON**

KNOWN TO ME AND KNOWN BY ME TO BE THE PERSON(S) WHO EXECUTED THE FOREGOING  
ARTICLES OF INCORPORATION, AND THEY ACKNOWLEDGED BEFORE ME THAT THEY EXECUTED  
THOSE ARTICLES OF INCORPORATIONN.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY SEAL, IN THE STATE AND  
COUNTY AFORESAID THIS 24TH DAY OF MARCH 2004.

  
NOTARY



Barbara J. Robinson  
My Commission DD235403  
Expires August 12, 2007

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE SERVICE OF PROCESS WITHIN  
THE STATE OF FLORIDA, NAMING UPON WHOM PROCESS MAY BE SERVED.**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING IS SUB-  
MITTED, IN ACCORDANCE WITH SAID ACT:**

**Buyers Advantage Auto Wholesalers Inc.**

**HAVING BEEN ORGANIZED UNDER:**

**THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE AT:**

**2700 NW 36TH TERR  
LAUDERDALE LAKES, FL 33311**

**IN THE CITY OF FT LAUDERDALE COUNTY OF BROWARD, AND IN THE STATE  
OF FLORIDA, AS INCORPORATED IN THE ARTICLES OF INCORPORATION, HAS NAMED**

**KHOURI HOWSON**

**IT'S AGENT TO ACCEPT PROCESS WITHIN THE STATE.**

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION,  
AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT AND AGREE TO ACT IN SAID  
CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING  
SAID OFFICE OPEN.**

  
**REGISTERED AGENT**

  
**NOTARY**



Barbara J. Robinson  
My Commission DD235406  
Expires August 12, 2007

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA