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Examiner's Initials

ARTICLES OF INCORPORATION

OF

COMPARE AUTO, INC. #2

TALLAHASSEE, FLORD
TALLAHASSEE, FLORD

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: COMPARE AUTO, INC. #2

The address of the principal office of this corporation shall be 3477

Fowler Street, Fort Myers, Florida 33901 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 60 shares of common stock having No par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 6941 Carlyle Avenue, Miami Beach, Florida 33141, and the name of the initial registered agent of the corporation at that address is Noel Remy.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VII. BOARD OF DIRECTORS

The initial board of directors will consist of two people. The name and street address of the persons who will serve on the initial board of directors of the corporation are as follows:

Enrique A. Menendez Noel Remy

ARTICLE VIII. OFFICERS

The name and street address of the persons who will serve as the initial officers of the corporation are as follows:

President	Enrique A. Menendez	1256 S.W. 15 Street Miami, FL 33145
Vice-President	Noel Remy	6941 Carlyle Avenue Miami Beach, FL 33141
Treasurer/Secretary	Luis O. Perez	12910 S.W. 81 Street Miami, FL 33183

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Noel Remy 6941 Carlyle Avenue Miami Beach, Florida 33141

ARTICLE X. INDEMNITY

The corporation shall indemnify its directors and officers to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has

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executed these Articles of Incorporation this $\frac{29}{}$ day of

April, 2004.

NOEL BEMY

ENRIQUE A. MENENDEZ

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for COMPARE AUTO, INC. #2 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).

NOEL NEMY

Registered Agent

Page 3 of 3

COMPARE.INC\CORP\01

E.M.

W.D.

COMPARE AUTO SALES, INC.

280 Northwest 79th Street Miami, Florida 33150

The undersigned being Vice-President of the corporation below named does hereby authorize Noel Remy to form a corporation by the name of Compare Auto, Inc. #2.

April 29, 2004

Compare Auto, Inc. #2

Noel Remy, Vice- President of the above named corporation

TALLAHASSEF OF STATE