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FLORIDA PROFIT CORPORATION OR P.A.

Auto Dealer Accounting Services Inc.

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8/24/04

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Auto Dealer Accounting Services Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Auto Dealer Accounting Services Inc.

3513 Buckingham Court Oviedo, FL 32765

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,500 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Dorothy R. Paciello 3119 Dogwood Lane Margate, FL 33063

Prepared By:
Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

Dorothy R. Paciello- 3119 Dogwood Lane, Margate, FL 33063- President/Secretary Anne C. Meyers- 3513 Buckingham Court, Oviedo, FL 32765- Vice President/Treasurer

ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Dorothy R. Paciello- 3119 Dogwood Lane, Margate, FL 33063 Anne C. Meyers- 3513 Buckingham Court, Oviedo, FL 32765

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

Dorothy R. Paciello - Signature

Anne C. Meyers - Signature

CERTIFICATE OF DESIGNATION OF 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 THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: Auto Dealer Accounting Services Inc.
- 2. The name and address of the registered agent and office is:

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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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Durothy R. Paciello

Dorothy R. Paciello

SIGNATURE

August 10, 2004

(Date)