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10/13/04--01047--019 **75.00

10/13/04--01047--020 **3.75

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2004 OCT 13 PM 2:20
TALLAHASSEE FLORIDA
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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10/13/04

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

AIA Automarket, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

ARTICLES OF INCORPORATION

OF

A1A AUTOMARKET, INC.

ARTICLE I. NAME

The name of this corporation is

A1A AUTOMARKET, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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TALLAHASSEE FLORIDA

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 276 N. Highway A1A, Satellite Beach, Florida 32937, and the name of the initial registered agent of this corporation at that address is DONALD R. POUSSARD, JR.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two director's initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

DONALD R. POUSSARD, JR.
4296 Four Lakes Drive
Melbourne, Florida 32940

DAVID R. ALLAIRE
2042 Sorento Circle
W. Melbourne, Florida 32904

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 276 N. Highway A1A, Satellite Beach, Florida 32937, and the mailing address of the corporation is 276 N. Highway A1A, Satellite Beach, Florida 32937.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles is:

DAVID R. ALLAIRE
2042 Sorento Circle
W. Melbourne, Florida 32904

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 11th day of October, 2004.


DAVID R. ALLAIRE

STATE OF FLORIDA
COUNTY OF BREVARD

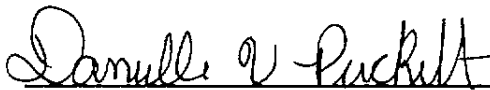
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DAVID R. ALLAIRE to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 11th day of October, 2004.

FL/DL



Danielle V. Puckett
Commission #DD262058
Expires: Oct 26, 2007
Bonded Thru
Atlantic Bonding Co., Inc.


Notary Public

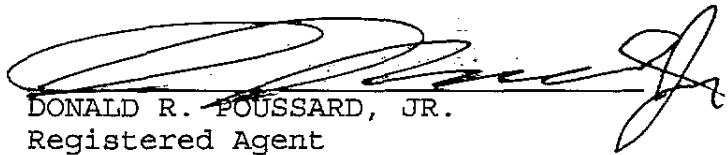
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034,
Florida Statutes, the following is submitted:

That A1A AUTOMARKET, INC., desiring to organize under the
laws of the State of Florida, with its principal office at 276 N.
Highway A1A, Satellite Beach, County of Brevard, Florida 32937
has named DONALD R. POUSSARD, JR., located at 276 N. Highway A1A,
Satellite Beach, Florida 32937, as its agent to accept service of
process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above named Corporation, at the place designated in this
certificate, the undersigned agrees to act in this capacity,
and agrees to comply with the provisions of Florida law
relative to keeping the designated office open.


DONALD R. POUSSARD, JR.
Registered Agent

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TALLAHASSEE FLORIDA