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FLORIDA PROFIT CORPORATION OR P.A.

USA AUTO TRANSPORTERS INC.

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ARTICLES OF INCORPORATION

OF.

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USA AUTO TRANSPORTERS INC.

The undersigned sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

- 1. The name of the corporation is: USA AUTO TRANSPORTERS INC.
- 2. The duration of the corporation shall be perpetual.
- 3. The general purpose or purposes for which this corporation is being formed are and to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
- 4. The aggregate number of shares which the corporation shall have authority to issue is 200 shares at no par value and of one class.
- 5. The principal address and mailing address of the corporation will be 430 NW 52nd Street, Ft. Lauderdale, Florida 33309
- 6. The address of the initial registered office will be 430 NW 52nd
 Street, Ft. Lauderdale, Florida 33309 and the name of its registered agent at such address is: Jhiyimy Vilches.
- 7. The number of directors constituting the initial board of directors is two and the name and address of the person who is to serve as member thereof is as follows:

John Mingolelli, Jr. 2420 Myron Road Westbury, New York 11590 Jhiyimy Vilches 430 NW 52nd Street Ft. Lauderdale, Florida 33309

 The name and address of the sole incorporator is: Jean M. Sherett c/o BlumbergExcelsior Corporate Services, Inc. 62 White Street, New York, New York 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this Corporation has executed these Articles of Incorporation.

Dated this

day of January, 2005.

Jean M. Sherett

Incorporator

BlumbergExcelsior Corporate Services, Inc. 62 White Street, New York, New York 10013 (212) 431-5000

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ACCEPTANCE OF APPOINTMENT

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REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of USAAUTO TRANSPORTERS INC., the within named corporation.

Dated: January 7, 2005

By:

Jalving Vilches

BlumbergExcelsior Corporate Services, Inc. 62 White Street, NYC 10013 (212)431-5000

H05000005108 3