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Florida Department of State  
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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

2005 APR 29 AM 10:10

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**FLORIDA PROFIT CORPORATION OR P.A.**

**D&M AUTO GROUP, INC.**

Certificate of Status	0
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CLERK OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**D&M AUTO GROUP, INC.**

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

**ARTICLE I NAME**

The name of the corporation shall be:

**D&M AUTO GROUP, INC.**

The principal place of business of this corporation shall be:

**7070 NW 7<sup>TH</sup> AVENUE  
MIAMI, FL 33150**

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage in or transact 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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

**100 SHARES AT (\$10.00) PER VALUE**

**ARTICLE IV TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V OFFICERS DIRECTORS**

The name (s) and street address (es) of the initial officer (s) and director (s), if any, who shall hold office the first year of the corporation's existence or until their successor (s) is (are) elected, is (are):

**DANIEL DELINCE  
5609 WASHINGTON ST  
APT 43-D  
HOLLYWOOD, FL 33023**

**IMAD ALSAMIR  
1850 NE 186<sup>TH</sup> ST APT 2-M  
N. MIAMI BEACH, FL 33179**

ARTICLE VI INCORPORATOR (S)

The name (s) and street address (es) of the incorporator (s) to this article of incorporation is (are):

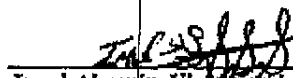
**DANIEL DELINCE**  
**President/Secretary**  
**5609 WASHINGTON ST**  
**APT 43-D**  
**HOLLYWOOD, FL 33023**

**IMAD ALSAMIR**  
**Vice President**  
**1850 NE 186<sup>TH</sup> ST APT 2-M**  
**N. MIAMI BEACH, FL 33179**

**IN WITNESS WHERE OF**, the undersigned incorporator (s) has (have) executed these Articles of incorporation this 28<sup>th</sup> day of April, 2005.

Signature (s) of Incorporator (s)

  
\_\_\_\_\_  
Daniel Delince, President/Secretary

  
\_\_\_\_\_  
Imad Alsamir, Vice President

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

2005 APR 29 AM 10:10

DEPT OF STATE  
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

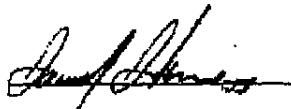
1. The name of the corporation:

D&M AUTO GROUP, INC.

2. The name and address of the registered agent and office is:

DANIEL DELINCE, 5609 WASHINGTON ST APT 43-D, HOLLYWOOD, FL 33023  
(P.O. BOX NOT ACCEPTABLE)

SIGNATURE:

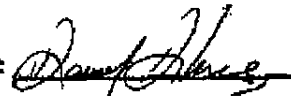


TITLE: President/Agent

DATE: April 28, 2005

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE:



DATE: April 28, 2005