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CORPORATION(S) NAME

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ARTICLES OF INCORPORATION OF

ANDY'S PRE-OWNED CARS, INC.

The undersigned hereby forms a Corporation under the following charter of Articles of incorporation:

ARTICLE I

The name of this Corporation shall be:

ANDY'S PRE-OWNED CARS, INC.

ARTICLE II

The principal place of business/mailing address is:

2458 BEDFORD MEWS DRIVE WELLINGTON, FL 33414

ARTICLE III

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

ARTICLE IV

The aggregate number of shares which the corporation has authority to issue is one-thousand (1,000) shares of common stock having a par value of \$1.00 each. The Corporation elects to have preemptive rights for its shareholders.

ARTICLE V

This Corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of this Corporation are:

ANDREW KIRSCHENBAUM 2458 BEDFORD MEWS DRIVE WELLINGTON, FL 33414

ANASTASIO W. SANTIAGO 118 HIDDEN HOLLOW DRIVE PALM BEACH GARDENS, FL 33418 OF OCT 21 PH 2: 50

ARTICLE VI

The name and address of the initial registered agent of this corporation is:

ANDREW KIRSCHENBAUM 2458 BEDFORD MEWS DRIVE WELLINGTON, FL 33414

ARTICLE VII

The name and address of the incorporator (s) of this corporation are:

ANDREW KIRSCHENBAUM 2458 BEDFORD MEWS DRIVE WELLINGTON, FL 33414

ANDREW KIRSCHENBAUM

/INCORPORATOR

DATE.

CERTIFICATE OF DESIGNATION

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 in the state of Florida.

1. The name of the Corporation is:

ANDY'S PRE-OWNED CARS, INC.

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

ANDREW KIRSCHENBAUM 2458 BEDFORD MEWS DRIVE WELLINGTON, FL 33414

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

ANDREW KIRSCHENBAUM

/REGISTERED AGENT

DATE