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Florida Department of State
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To:

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

From:

Account Name : WARD, DAMON & POSNER, P.A.
Account Number : 072262000447
Phone : (561) 842-3000
Fax Number : (561) 842-3626

FLORIDA PROFIT/NON PROFIT CORPORATION

Bill Elder Auto, Inc.

Certificate of Status	1
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Fax Audit No.: H06000100373

ARTICLES OF INCORPORATION
OF
BILL ELDER AUTO, INC.

06 APR 14 AM 10:49
SECRETARY OF STATE
DIVISION OF CORPORATIONS

THE UNDERSIGNED, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is: Bill Elder Auto, Inc.

ARTICLE II - DURATION

The duration of this Corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful act or activities for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - MAILING ADDRESS OF CORPORATION

The mailing address of the business is 5808 Georgia Avenue, West Palm Beach, Florida 33405 and the principal place of business of this Corporation is 5808 Georgia Avenue, West Palm Beach, Florida 33405.

ARTICLE V - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is Ten (10) shares of common voting stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of this Corporation's initial registered office in Florida is 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407 and the name of its initial registered agent at that address is Michael J Posner.

Prepared by: Michael J Posner
4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407
Bar No: 525685 ♦ Phone: 561/842-3000
mjposner@wardddamon.com

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ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is:


Name

Address

Michael J Posner

4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407

DATED this 14th day of April, 2006.



Michael J Posner
(Incorporator and Registered Agent)

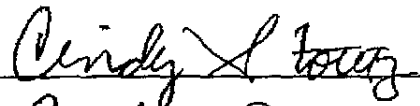
STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Michael J Posner to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 14th day of April, 2006.

Notary Public State of Florida at Large

Sign:



My Commission Expires: 6/24/06

Print:

Cindy Stoltz



Cindy Stoltz
Commission # DD128624
Expires June 24, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

Prepared by: Michael J Posner
4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407
Bar No: 525685 ♦ Phone: 561/842-3000
mjposner@warddamon.com

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**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

ACKNOWLEDGMENT:

Having been named to accept service of process for **Bill Elder Auto, Inc.**, at the initial registered office of the Corporation in this State designated in its Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Section 607.0505 Florida Statutes.

Date: April 14, 2006



Michael J Posner
4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407

FILED
SECRETARY OF STATE
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