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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**OCEAN CAR SALES, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
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Electronic Filing Menu

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Help

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## ARTICLES OF INCORPORATION

OF

### OCEAN CAR SALES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

#### ARTICLE I: NAME

The name of the Corporation is Ocean Car Sales, Inc.

#### ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

#### ARTICLE III: PURPOSE

The Corporation is organized for the purpose of vehicle sales, financing and rental and transportation services and management.

#### ARTICLE IV: SUBCHAPTER S CORPORATION

The Corporation elects to be organized as a Subchapter S Corporation in accordance with Internal Revenue Service designation.

#### ARTICLE V: CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the Corporation will be 100 shares having a par value of One Dollar (\$1.00) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

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## ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and office of the Corporation will be Jeffrey S. Siniawsky, Esq., 8551 West Sunrise Boulevard, Suite 300, Plantation, Florida 33322. The initial street address of the principal office of the Corporation will be 1001 N. Dixie Highway, West Palm Beach, Florida 33401. The Board of Directors may, from time to time, move the principal office to any other address.

## ARTICLE VII: INITIAL BOARD OF DIRECTORS

The Corporation will have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of each person who is to serve as a member of the initial Board of Directors is:

David A. Marshall  
1223 SW 5<sup>th</sup> Court  
Fort Lauderdale, FL 33312

## ARTICLE VIII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is  
David A. Marshall, 1223 SW 5<sup>th</sup> Court, Fort Lauderdale, FL 33312.

## ARTICLE IX: AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these  
Articles of Incorporation on this 12<sup>th</sup> day of October, 2007.

David A. Marshall  
David Marshall

STATE OF FLORIDA )

)§

COUNTY OF BROWARD )

BEFORE ME, a Notary Public authorized to take acknowledgments in the  
State and County set forth above, personally appeared David Marshall, as Director, known to  
me and known to be the person who executed the following Articles of Incorporation.

Laura M. Postman  
NOTARY PUBLIC - STATE OF FLORIDA  
Printed Name: LAURA M. POSTMAN  
MY COMMISSION EXPIRES:



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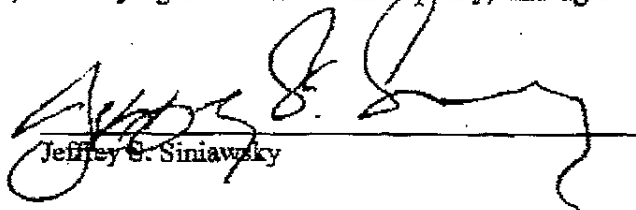
**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

OCEAN CAR SALES, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation has named Jeffrey S. Siniawsky, Esq., located at 8551 West Sunrise Boulevard, Suite 300, Plantation, Florida 33322 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named as registered agent of process for the above reverend corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act.

  
Jeffrey S. Siniawsky

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