

01/18/2008 12:53 FAX

Division of Corporations

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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Under \$10,000 Auto Sales, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
UNDER \$10,000 AUTO SALES, INC.**

The undersigned, being a natural person competent to contract, does make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of the Corporation is **Under \$10,000 Auto Sales, Inc.**

**ARTICLE II  
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III  
PURPOSE**

The Corporation may transact any and all lawful business for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE IV  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 12943 Coral Lakes Drive, Boynton Beach, FL 33437.

**ARTICLE V  
CAPITAL STOCK**

The maximum number of shares that the Corporation shall be authorized to issue and have outstanding at any one time shall be One Thousand (1,000) shares of Common Stock, \$0.001 par value.

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**ARTICLE VI  
REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office is 12943 Coral Lakes Drive, Boynton Beach, FL 33437. The name of the Corporation's registered agent at that office is Stephen Nacht.

**ARTICLE VII  
INITIAL DIRECTORS**

This Corporation shall have two (2) Directors initially. Provided that the corporation has at least one director, the number of directors may at any time be increased or decreased to a maximum of nine (9) as provided in the bylaws. The names and addresses of the initial Directors of this Corporation are as follows:

Stephen Nacht, 12943 Coral Lakes Drive, Boynton Beach, FL 33437  
Judy Nacht, 12943 Coral Lakes Drive, Boynton Beach, FL 33437

**ARTICLE VIII  
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is Stephen Nacht, 12943 Coral Lakes Drive, Boynton Beach, FL 33437.

**ARTICLE IX  
AFFILIATED TRANSACTIONS**

The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE X  
CONTROL SHARE ACQUISITIONS**

The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

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**ARTICLE XI  
INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on this 17<sup>th</sup> day of January 2008.

  
Stephen Nacht, Incorporator

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **Under \$10,000 Auto Sales, Inc.**, a Florida corporation (the "Corporation"), in the Corporation's Articles of Incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 17<sup>th</sup> day of January, 2008.

  
Stephen Nacht  
Registered Agent