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| PICK-UP WAIT MAIL | | | |
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| Certified Copies Certificates of Status | | | |
| Special Instructions to Filing Officer: | | | |
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John P. Dedon, Esquire John.dedon@ofplaw.com Direct: 703-218-2131

December 17, 2008

VIA FEDERAL EXPRESS

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re:

Moorehead South Florida Management, Inc.

Dear Sir or Madam:

Enclosed for filing, please find the Articles of Incorporation for Moorehead South Florida Management, Inc. along with a check in the amount of \$70.00 to cover the filing fees for same.

Thank you for your assistance with this matter.

Sincerely,

John P. Dedon

JPD/lkt

Enclosures (as stated)

00'

Mr. Thomas A. Moorehead

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ARTICLES OF INCORPORATION

OF

MOOREHEAD SOUTH FLORIDA MANAGEMENT, INC.

I hereby associate to form a Corporation under the provisions of Chapters 607 and 621 of the Florida Statutes, and to that end set forth the following:

ARTICLE I NAME OF CORPORATION

The name of the Corporation is MOOREHEAD SOUTH FLORIDA MANAGEMENT, INC.

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ARTICLE II PRINCIPAL OFFICE

The principal business office and mailing address of the Corporation is 3350 SW 27th Avenue, Unit 1501, Miami, Florida 33133.

ARTICLE III PURPOSE

The Corporation is organized for the purpose of providing business and management consulting and advisory business services and all things incidental thereto, specifically services pertaining to the automobile industry, and to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV AUTHORIZED STOCK

The number of shares which the Corporation shall have authority to issue, all of which is common stock, and the par value per share is as follows:

| Class | Number of Shares | Par Value |
|--------|------------------|------------------|
| Common | 10,000 | \$1.00 per share |

ARTICLE V **DIRCTORS AND OFFICERS**

The name and address of the Director and Officer of the Corporation is as follow

Thomas A. Moorehead President/Secretary/Treasurer 3350 SW 27th Avenue, Unit 1501 Miami, FL 33133

ARTICLE VI REGISTERED AGENT AND REGISTERED OFFICE

The post office address of the initial registered office of the Corporation is 3350 SW 27th Avenue, Unit 1501, Miami, Florida 33133. The name of the initial registered agent is Thomas A. Moorehead.

ARTICLE VII INCORPORATOR

The name and address of the incorporator is Thomas A. Moorehead, 3350 SW 27th Avenue, Unit 1501, Miami, Florida 33133.

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Date Signed: 12-5-08

THOMAS A. MOOREHEAD, REGISTERED AGENT

Date Signed: 12 - 5 - 18

[SEAL]

THOMAS A. MOOREHEAD, INCORPORATOR