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TALLAHASSEE, FLORIDA

10 DEC -2 AM 11:13

2010 DEC 20 AM 8:23

STATE OF FLORIDA
DIVISION OF CORPORATIONS

12/21/10

LAZARUS

CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. DEALER GEEK CORP.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

2010 DEC 20 AM 8:23

STATE OF FLORIDA
DEPARTMENT OF REVENUE

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 3, 2010

LAZARUS CORPORATE FILING SERVICE

SUBJECT: DEALER GEEK CORP.
Ref. Number: W10000056090

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2010 DEC 20 PM 3:57
RETURNED TO ACKNOWLEDGE
SUFFICIENCY OF FILING

We have received your document for DEALER GEEK CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

This document was previously filed on February 11, 2008.

An effective date **may** be added to the Articles of Incorporation **if a 2011 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 210A00028107

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DIVISION OF CORPORATIONS
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION OF
DEALER GEEK ASSOCIATES, *corp.***

2010 DEC 20 AM 8:23

ARTICLE I --- NAME

The name of this corporation is **DEALER GEEK ASSOCIATES, *corp.***

ARTICLE II- EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE – III- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended. It will primarily conduct its business in the purchase, sale, importation, and distribution of merchandise of all kinds; as well as investing, stock trading, manufacturing or any other commercial activity.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue 1000 shares of TEN Dollars (\$10,000.00) par value common stock which shall be designated as "Common Shares". The total initial capital is \$ 10,000.00.

ARTICLE V – PRE-EMPTIVE RIGHTS

Every Shareholder, upon the offer for sale for cash of any stock of this corporation, shall have the right to purchase the entire stock offered or at least his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, or the fair market price that may be set by the Board of Directors, which ever is lowest. The Corporation shall have the right of first refusal to purchase any stock that may be offered for sale by any shareholder, even before the remaining shareholders may exercise their right to offer the purchase of the stock as

stated above. If shares of stock are offered for sale by any shareholder, the price for which the sale is being made shall be made known to the Corporation and to the corporate shareholders. Any misinformation about the price for which the stock is offered for sale is cause for finding the sale null and void and the shareholder or shareholders involved in it shall be liable for damages to the Corporation and the remaining shareholders. The rights of first refusal and the options to purchase of the Shareholders shall be exercised within four months after the Corporation is given notice by the shareholder of his or her intention to sell.

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8370 West Flagler Street, Suite 110. Miami, Florida 33144, and the name of the initial registered agent of this corporation at that address is EDGARD SOLANO.

ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have at least two Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the rules set in the bylaws; however, there shall never be less than two Directors nor more than five. The name and address of initial Board of Directors of the Corporation is:

EDGARD SOLANO President.

ROSA ARGENTINA SOZA Secretary.

The address of the foregoing is as follows: 8370 West Flagler Street, Suite 110. Miami, Florida 33144

ARTICLE VIII – INCORPORATION

The names and addresses of the Incorporators signing these articles are the same as those mentioned in the preceding article. The Incorporators take all of the shares of the corporation; as follows: EDGARD SOLANO takes 1,000 SHARES OR 100% of the total shares of the Corporation.

ARTICLE IX – INDEMNIFICATION

The corporation shall indemnify any Officer or Director, to the full extent permitted by law.

ARTICLE X – AMENDMENTS

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, by a MAJORITY of Votes of all Shareholders.


ARTICLE XI – CORPORATE BUY-OUT

Dissenting shareholders have the right to sell their shares back to the corporation at a fair price, and the corporation has the obligation to purchase such shares. The obligation of the corporation will only cease if the purchase would render the corporation insolvent or so substantially reduce its assets as to make its operation impossible.

ARTICLE XII

The Shareholders of this corporation have a duty of the utmost good faith in their dealings with each other and with the Corporation. Any dispute among shareholders will be resolved by arbitration in accordance with the rules of the American Arbitration Association by an arbitrator that will be chosen by the non-disputing shareholders. If they cannot appoint one within one week of the request the arbitrator will be the Corporation's Legal Counselor. The decision of the arbitrator will be final.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the thirteenth day of December of 2010.



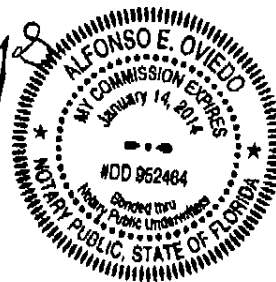
EDGARD SOLANO
President

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above Personally appeared EDGARD SOLANO known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, have set my hand and seal in the State and County above said, this fourteenth day of December 2010.

Alfonso E. Oviedo
NOTARY PUBLIC, State of
Florida at Large.
My Commission Expires:

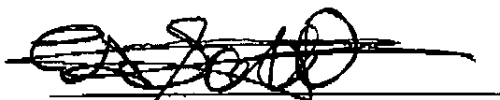


In compliance with Section 48.091, Florida Statutes. The following is submitted:

That DEALER GEEK ASSOCIATES, ^{CORP.} desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at 8370 West Flagler Street, Suite 110, Miami, Florida 33144, County of Dade, State of Florida, has named EDGARD SOLANO, with the same address as its agent to accept service of process within this State.

ACKNOWLEDGMENT;

Having been named to accept service of process for the above mentioned corporation, at the place designated in this certificate, the undersigned agrees to comply with the provisions of Florida law relative to keeping the designated office open.

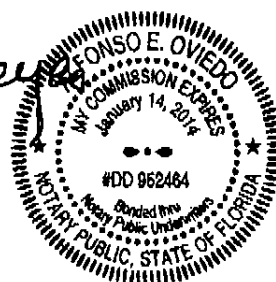


EDGARD SOLANO
Registered Agent
STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public, ON THIS fourteenth day of December 2010 personally appeared to me known to be the person described as EDGARD SOLANO, and who has executed the foregoing acknowledgement before me; and accepts to be the Registered Agent for the Corporation.



NOTARY PUBLIC
State of Florida at Large
My Commission Expires:



2010 DEC 20 AM 8:23

Stamp: 12/20/10 8:23 AM