SECRETARY OF STATE

FILINGS, INC. TERESA ROMAN (Requestor's Name) 2805 LITTLE DEAL ROAD (Address) TALLAHASSEE, FLORIDA 32308 (904) 385-6735 OFFICE USE ONLY (City, State, Zip)

(Phone #)

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OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report	Foreign	
Fictitious Name	Limited Partnership	
Name Reservation	Reinstatement	
	Trademark	
	Other	Examiner's Initials
CR2E031(10/92)		

ARTICLES OF INCORPORATION

OF

FILED 95 JAN 31 PN 3: 09 SECRETARY OF STATE LAHASSES, CLOSION

AL-DEB AUTOMOTIVE, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. NAME OF THIS CORPORATION IS:

AL-DEB AUTOMOTIVE, INC.

2. PRINCIPAL OFFICE:

The principal office of the corporation shall be at:

2061-71 NW 29th Street Oakland Park, Florida

3. DURATION:

The period of duration of this corporation shall be perpetual.

4. PURPOSE:

The purpose is to engage in a lawful business permitted under the laws of the United States and the State of Florida.

5. CAPITAL STOCK:

The corporation is authorized to issue 1000 shares, all of one class having a par value of \$1.00 Dollar per share.

PREPARED BY:
Norman Marcus, Esquire
Norman Marcus, P. A.
8181 West Broward Boulevard
Suite 300
Plantation, Florida 33324
Telephone Number: (305) 475-2500

6. INITIAL REGISTERED OFFICE AND AGENT:

40 年,10 年,第二

The name and address of the initial registered agent of this corporation is as follows:

Norman Marcus, Esquire 8181 West Broward Boulevard Suite 300 Lantation, Florida 33324

7. NUMBER OF DIRECTORS AND INITIAL DIRECTORS:

This corporation shall have two directors initially. The number of directors may be increased or decreased by an amendment of the bylaws of the corporation adopted by all the Shareholders. The name of the initial Directors and their addresses are:

Name	Address
Alan Warman	2061-71 NW 29th Street
Vice President	Oakland Park, FL
Debra Shtulman	2061-21 NW 29th Street
President	Oakland Park, FL.

8. INCORPORATOR:

The name and address of the Incorporator signing these Articles of Incorporation is:

Name	Address

Alan Warman 2061-71 NW 29th Street Oakland Park, FL

9. BYLAW AMENDMENT:

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Shareholders.

10. INDEMNIFICATION:

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

11. INFORMAL ACTION OF DIRECTORS:

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

12. AMENDMENT OF ARTICLES:

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the share-holders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30 day of language.

ALAN WARMAN, Incorporator

STATE OF FLORIDA)
S
COUNTY OF BROWARD)

IN WITNESS WHEREOF, I have hereunto set my hand and seal this and day of hand, 1995.

NOTARY PUBLIC, State of

Florida at Large

My Commission Expires:

O.F. CONTROL DE LA MOTARY COLL STATE OF FLORIDA COMMISSION EXP. SEPT 11,1997

CERTIFICATE DESIGNATING PLACE OF LUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVICED

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, AL-DEB AUTOMOTIVE, INC., desiring to organize under the laws of the State of Florida, with its principal office in Broward County, State of Florida, has named Norman Marcus, 8181 West Broward Boulevard, Suite 300, Plantation, Florida 33324, its agent to accept service of process within this State.

ALAN WARMAN, Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Registered Agent

NORMAN MARCUS