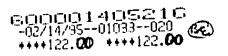
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TRANSMITTAL LETTER

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Fl 32314



Date: FEBRUARY 8, 1995

MIDNIGHT AUTO SALES, INC.

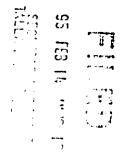
SUBJECT:

(proposed corporate name)

Enclosed are the ARTICLES OF INCORPORATION of the subject corporation. Our check for \$122.50 is enclosed..

FROM:

JAMES V. TUTTOLOMONDO, PRES MIDNIGHT AUTO SALES, INC. 12 WALNUT LANE ORMOND BEACH, FL 32174



Next in

ARTICLES OF INCORPORATION

PHED 95 FEB 14 19 10 10 18ECH 11

OF

MIDNIGHT AUTO SALES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

MIDNIGHT AUTO SALES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

MIDNIGHT AUTO SALES, INC. 12 WALNUT LANE. ORMOND BEACH, FL 32174

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares of common no-par value stock

ARTICLE IV INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is:

JAMES V. TUTTOLOMONDO, PRES. MIDNIGHT AUTO SALES, INC. 12 WALNUT LANE ORMOND BEACH, FL 32174

ARTICLE V INCORPORATOR(S)

The name and street address of the incorporator to these Articles of Incorporation is:

JAMES V. TUTTOLOMONDO, PRES. MIDNIGHT AUTO SALES, INC. 12 WALNUT LANE ORMOND BEACH, FL 32174

The undersigned incorporator has executed these Articles of Incorporation this 8TH day of FEBRUARY, 1995.

Signature - JAMES V. TUTTOLOMONDO, PRES

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: MIDNIGHT AUTO SALES, INC.
- 2. The name and address of the registered agent and office is:

JAMES V. TUTTOLOMONDO, PRES. MIDNIGHT AUTO SALES, INC. 12 WALNUT LANE ORMOND BEACH, FL 32174

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

DATE: FEBRUARY 8, 1995