

Carl J. Mecke, P.A.
6714 Hollywood Blvd.
Hollywood, Florida 33024
(305) 964-0007

February 20, 1995

P95000015187

Secretary of State
Division of Corporations
P.O. Box 637
Tallahassee, Florida 32311

Re: Roselle Auto Sales, Inc.

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-02/23/95--01001--007
****122.50 ****122.50

To whom it may concern:

Enclosed please find the Original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and fee for Registered Agent Designation for the above named Corporation. Please return documents to the letterhead address.

Respectfully,

Carl J. Mecke

Carl J. Mecke, Esquire

Corporation Name: Roselle Auto Sales, INC.
Principal Address: 2481 South University Drive
& Mailing Address: Davie, Florida 33324

2/23/95
[Signature]

ARTICLES OF INCORPORATION
of
ROSELLE AUTO SALES, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is ROSELLE AUTO SALES, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually unless dissolved pursuant to Florida statutes.

ARTICLE III - PURPOSE

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue one hundred (100) shares of one dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation and the Initial and Principal Office is:

CARL J. MECKE
6714 Pines Blvd.
Pembroke Pines, Florida 33024

The initial mailing address shall be:

Roselle Auto Sales
2481 South University Drive
Davie, Florida 33324

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under

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TALLAHASSEE, FLORIDA

the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation.

This Corporation shall have two (2) director initially. However, the number of Directors may be increased or decreased from time to time pursuant to the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors are:

DANIEL DAVID MCCARTHY JR.
1030 S.W. 95th Terrace
Pembroke Pines, Florida 33025

ANTHONY LOPEZ
9966 N.W. 6th Court
Plantation, Florida 33324

ARTICLE VII - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are as follows:

DANIEL DAVID MCCARTHY JR.
1030 S.W. 95th Terrace
Pembroke Pines, Florida 33025

ANTHONY LOPEZ
9966 N.W. 6th Court
Plantation, Florida 33324

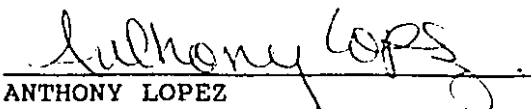
ARTICLE VIII - FISCAL YEAR

The Initial Fiscal Year shall end on December 31, 1995, and thereafter each fiscal year shall include the period of January 1 through and including December 31 of the calender year.

ARTICLE IX

The Board of Directors shall have the right to increase the number of shares of common stock from time to time by unanimous agreeemnt of the board.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this the 20th day of February, 1995.


ANTHONY LOPEZ

STATE OF FLORIDA

)

DANIEL DAVID MCCARTHY, JR.

SS

COUNTY OF BROWARD

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before me, a Notary Public of the State of Florida, authorized to take acknowledgements in the State and County set forth above personally appeared DANIEL DAVID MCCARTHEY, JR. and ANTHONY LOPEZ both personally known to me and known to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged before me under oath that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this the 20th day of February, 1995.



CARL J. MECKE
My Comm. CC388778
Expires 10/14/97
Broward Co., FL



CARL J. MECKE
My Commission CC388778
Expires 10/14/97
Broward Co., FL
Broward Co., FL
800-422-1555

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

CARL J. MECKE, a resident of the State of Florida, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under section 607.0505 of the Florida Statutes.

Carl J. Mecke
CARL J. MECKE

STATE OF FLORIDA

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SS

COUNTY OF BROWARD

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before me, a Notary Public of the State of Florida, authorized to take acknowledgements in the State and County set forth above personally appeared CARL J. MECKE, personally known to me and known to be the person who executed the Acceptance of Registered Agent and who acknowledged before me under oath that he executed these said acceptance.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this the 20th day of February, 1995.



NOTARY PUBLIC
STEVEN GOERKE
My Commission CC323492
Expires Oct. 14, 1997
Broward Co., FL
800-422-1555