

P950002/454
Law Office of
Arie Mrejen, Esq.

A PROFESSIONAL ASSOCIATION

FLAMINGO FINANCING BUILDING
8340 WEST OAKLAND PARK BLVD.
SUITE 307
SUNRISE, FLORIDA 33351

REPLY TO:
P.O. BOX 5082
FORT LAUDERDALE, FLORIDA
33310-5082

GENERAL COUNSEL TO
FLAMINGO FINANCING COMPANY &
AURORA CAPITAL

March 13, 1995

Bureau of Corporations - - New Filings
Secretary of State
409 East Gaines Street
Tallahassee, Florida
32399

000001430880
-03/15/95--01074--020
***122.50 ***122.50

RE: AUTOMOTIVE FINANCIAL PLACEMENTS., INC.

Enclosed please find a signed original and one copy of the Articles of Incorporation for AUTOMOTIVE FINANCIAL PLACEMENTS., INC. Also find enclosed a check for \$122.50 to cover filing fees and certified copy fees.

Please process these at your earliest convenience and return the certified copies of the Articles of Incorporation to my office at the above address.

Thank you for your assistance and cooperation. Should you have any questions please do not hesitate to contact me at the above phone number.

Very truly yours,
ARIE MREJEN, P.A.

BY: 
ARIE MREJEN, ESQ.

ENCLOSURES

BROWN MAR 16 1995

**ARTICLES OF INCORPORATION
OF
AUTOMOTIVE FINANCIAL PLACEMENTS, INC.**

FILED
55 MAR 15 PM 12:32
RECEIVED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

ARTICLE I: NAME

The name of the corporation is : **AUTOMOTIVE FINANCIAL PLACEMENTS, INC.**

ARTICLE II: EFFECTIVE DATE

This corporation's existence shall commence on the date these Articles of Incorporation are filed with the Florida Secretary of State.

ARTICLE III: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is
**8360 West Okaland Park Blvd., Suite 112, Sunrise, Florida
33351**

ARTICLE IV: CAPITAL STOCK

The number of shares that the corporation is authorized to have outstanding at any on time is ONE THOUSAND (1,000) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE V: GENERAL PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE VI: INITIAL REGISTERED AGENT

The name and address of the initial registered agent is **ARIE NREJEN, P.A., 8360 West Oakland Park Blvd., Suite 307, Sunrise, FLORIDA 33351**

ARTICLE VII: DURATION

The duration of the corporation is perpetual.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The number of directors constituting the INITIAL Board of Directors is two(2). The number of directors may be increased from time to time in accordance with the by-laws, but shall never be less than one. The names and mailing address of each of the initial members of the Board of Directors are:

GIDEON DJERASSI

c/o 8360 W. Oakland Park Blvd.
Suite 201
Sunrise, Florida 33351

JACK RICHARD WORKMAN, JR.

1804 N.E. 13th Street
Ft. Lauderdale, Florida 33304

ARTICLE IX: INCORPORATOR

The name of the incorporator is Arie Mrejen, P.A., 8360 West Oakland Park Blvd., Suite 307, Sunrise, Florida 33351.

ARTICLE X: AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

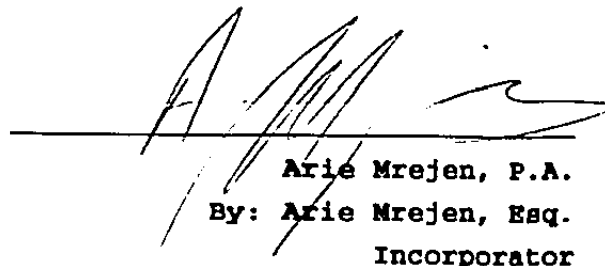
ARTICLE XI: INDEMNIFICATION

The corporation shall indemnify each officer and director to the fullest extent permitted by law.

ARTICLE XII: BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

In WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 10TH day of March, 1995.


Arie Mrejen, P.A.
By: Arie Mrejen, Esq.
Incorporator

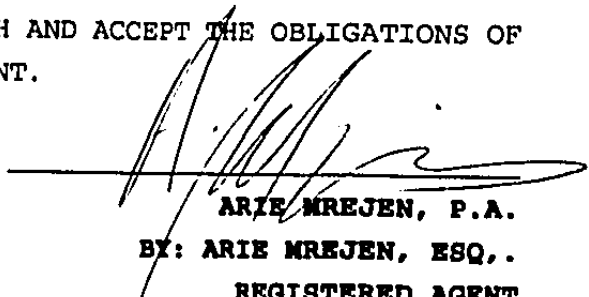
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT**

FILED
55 MAR 15 PM 12:32
RECORDING & CLERK
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501 of the Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida:

1. The name of the corporation is **AUTOMOTIVE FINANCIAL PLACEMENTS, INC.**
2. The name and address of the registered agent is **ARIE MREJEN, P.A. 8360 West Oakland Park Blvd., SUITE 307, Sunrise, FLORIDA 33351**

HAVING BEEN NAMED REGISTERED AGENT 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 TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


ARIE MREJEN, P.A.
BY: ARIE MREJEN, ESQ.,
REGISTERED AGENT
MARCH 10, 1995

P95000021454

— PLEASE FILE AND
— SEND CERTIFIED COPIES
— TO: 8360 W. OAKLAND
307
SUNRISE, FL
33351

OFFICE USE ONLY

CORP *THANK YOU.*

NUMBER(S) (if known):

1. ARIE MAEJEN
(Corporation Name)

(Document #)

2. _____
(Corporation Name)

(Document #)

3. _____
(Corporation Name)

(Document #)

4. _____
(Corporation Name)

(Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-12/14/95--01066--010
*****87.50 *****87.50

Done
Cert Copy
P95000021454
12-14-95

Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF AUTOMOTIVE FINANCIAL PLACEMENTS, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, the corporation adopts the following articles of amendment to its articles of incorporation of **AUTOMOTIVE FINANCIAL PLACEMENTS, INC.**, Document #P95000021454, a Florida corporation, by unanimous consent of the shareholders of the corporation and the Board of Directors of the corporation.

1. Article I is hereby amended to read as follows:

Article I - Name: The name of the corporation shall be **CARDEALO, INC.**

2. The forgoing amendment to the articles of incorporation was duly adopted by the board of directors and by the shareholders of the corporation on 12TH, 1995.

In witness whereof, the undersigned directors and shareholders of this corporation have executed these articles of amendment on this 12TH day of DECEMBER, 1995.


Gideon Djerassi,
Director


Aris Krasian, P.A.
Incorporator

AUTOMOTIVE FINANCIAL PLACEMENTS, INC.

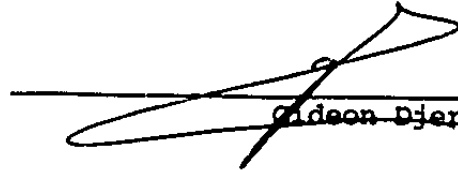
DIRECTORS WRITTEN CONSENT TO ACTION

Pursuant to F.S. 607.0821, the undersigned, being all of the members of the Board of Directors of Automotive Financial Placements, Inc., hereby consent and approve to the following action:

The amendment to the Article I of the articles of incorporation of the corporation to read:

Article I - Name: The name of the corporation shall be **CARDEALO INC.**

In witness whereof, the undersigned, constituting all of the members of the Board of Directors of the company, have executed this written consent to action.


Gideon Djerassi

Dated this 12TH day of DECEMBER, 1995.

P9500021454

ARIE MREJEN

305-747-9740

ARIE MREJEN PA ATTY AT LAW

6360 W OAKLAND PARK BLVD

SUNRISE

FL 33351

FILED
95 DEC 12 AM 10:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

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

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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-12/12/95--01086--010
*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

o/o resig

VS DEC 19 1995

Examiner's Initials

Florida Department of State, Sandra B. Morham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

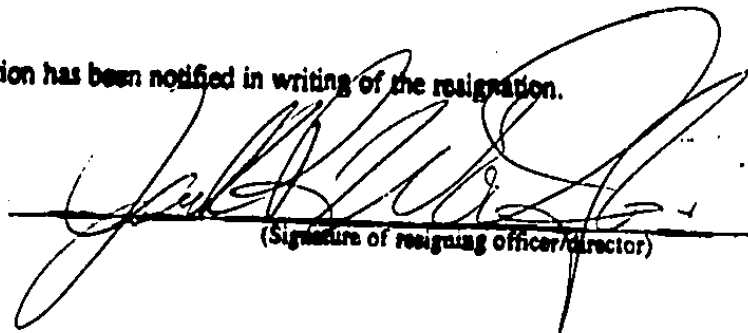
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95 DEC 12 AM 10:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, JACK RICHARD WORKMAN, JR., hereby resign as PRESIDENT / DIRECTOR
(Title)

of AUTOMOTIVE FINANCIAL PLACEMENTS, INC.
(Name of Corporation)

a corporation organized under the laws of the State of FLORIDA

That the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

03/26/1997 14:48 9507138-1
P95 0000 21454

**FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING CONFIRMATION**

YOU HAVE REQUESTED TO SUBMIT THE FOLLOWING DOCUMENT:

TYPE: EFIL17
CORPORATE NAME: CARDEALO, INC.

SUB-ACCOUNT NUMBER:
METHOD OF DELIVERY: F
FAX PHONE NUMBER: (954) 771-3047
MAILING NAME/ADDRESS: ARIE MREJEN, P.A.
701 W CYPRESS CREEK RD
SUITE 302
FT. LAUDERDALE

FILED
97 MAR 26 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
27

CERTIFICATE(S) REQUESTED: NO
ESTIMATED CHARGES: \$35.00

IF THE ABOVE INFORMATION IS CORRECT, AND YOU WOULD LIKE TO HAVE THE ACCOUNT CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

**FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET**

1:50

(((H97000005046 2)))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4000

FROM: ARIE MREJEN, P.A.

ACCT#: 072100000432

CONTACT: ARIE MREJEN

PHONE: (954) 747-9780

FAX #: (954) 771-3047

NAME: CARDEALO, INC.

AUDIT NUMBER.....H97000005046

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....0

DEL.METHOD FAX

EST. CHARGE.. \$35.00

**NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT**

Cor gene ✓
Linda

H97000005046

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
CARDEALO, INC.**

FILED
97 MAR 26 PM 3:38
CLERK OF STATE
TALLAHASSEE, FLORIDA


Pursuant to the provisions of Section 607.1006, Florida Statutes, the corporation adopts the following articles of amendment to its articles of incorporation of CARDEALO, INC., Document #995000021454, a Florida corporation, by unanimous consent of the shareholders of the corporation and the Board of Directors of the corporation.


1. Article I is hereby amended to read as follows:

Article I - Name: The name of the corporation shall be CAR PLAZA OF HOLLYWOOD, INC.


2. The forgoing amendment to the articles of incorporation was duly adopted by the board of directors and shareholders of the corporation on MARCH 1, 1997.

In witness whereof, the undersigned directors and shareholders of this corporation have executed these articles of amendment on this 1ST day of MARCH, 1997.


Gideon Djerassi,
Director


Israel Sour,
Director


David Kadoch
Director


Aurora Capital, Inc.
Sole Shareholder
By David Kadoch, President

This instrument prepared by:
Arie Mrejen, Esq.
701 W. Cypress Creek Rd., #302
Ft. Lauderdale, FL 33309
Tel(954)771-3740 Fax (954)771-3047
Florida Bar #907219
E-Stamp
20-Mar-97

H97000005046