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ARNSTEIN & LEHR
515 NORTH FLAGLER DRIVE - SUITE 600
WEST PALM BEACH, FLORIDA 33401-4321
(407) 833-9000
FAX (407) 655-5551
FOUNDED 1893

BOCA RATON, FLORIDA
CHICAGO, ILLINOIS
HOFFMAN ESTATES, ILLINOIS
MILWAUKEE, WISCONSIN

February 28, 1994

Corporate Records Bureau
Division of Corporations
Department of State
407 East Gaines Street
Tallahassee, Florida 32399

2000000958302
-03/04/94 -01113-018
***122.50 ***122.50

Re: Incorporation of Autos Unlimited, Inc.

Ladies and Gentlemen:

Enclosed herewith is an original and one executed copy of the Articles of Incorporation and a Resident Agent form for the above-referenced corporation.

Also enclosed is this law firm's check to the order of the Secretary of State in the amount of \$122.50 to cover the filing fee and certified copy of the Articles.

Kindly process this matter and return the certified copy of the Articles of Incorporation at your earliest convenience.

Should you have any questions, please feel free to contact me.

Conflict P93-66783

Thanking you for your courtesy and attention, I am

W94-5410

Very truly yours,

Brenda J. Fenton

Brenda J. Fenton
Legal Secretary

JP 4/3/95

Name
Availability
Document Examiner
Updater /bf/secstate
Enclosures
Acknowledgement
W P Verityer



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

March 10, 1994

ARNSTEIN & LEHR
515 N. FLAGLER DR., STE 600
WEST PALM BEACH, FL 33401-4321

SUBJECT: AUTOS UNLIMITED, INC.
Ref. Number: W94000005410

We have received your document for AUTOS UNLIMITED, INC. and your check(s) totaling \$122.50. 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 substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Simply adding "of Florida" or "Florida" to the end of a entity name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6928.

Sandra Pearce
Corporate Specialist

Letter Number: 594A00010939

Attn: James Pearce

ARNSTEIN & LEHR

515 NORTH FLAGLER DRIVE - SUITE 800
WEST PALM BEACH, FLORIDA 33401-4321

(407) 833-9800

FAX (407) 855-5551

March 30, 1995

BOCA RATON, FLORIDA

CHICAGO, ILLINOIS

HOFFMAN ESTATES, ILLINOIS

MILWAUKEE, WISCONSIN

Brian J. Cooke

Corporate Records Bureau
Division of Corporations
Department of State
407 East Gaines Street
Tallahassee, FL 32399
Attn: Agnes Burdick

Re: Incorporation of ASL Enterprises, Inc.

Ladies and Gentlemen:

Enclosed herewith is an original and one executed copy of the Articles of Incorporation and a Resident Agent for the above-referenced corporation.

Also enclosed is a letter dated March 10, 1994 from the Secretary of State regarding our check in the amount of \$122.50 to cover the filing fee and certified copy of the Articles.

Kindly process this matter and return the certified copy of the Articles of Incorporation at your earliest convenience.

Should you have any questions, please feel free to contact me.

Thanking you for your courtesy and attention, I am

Very truly yours,

Brenda Fenton

Brenda Fenton
Legal Secretary

BJC/bf/
Enclosures
2767_1

**ARTICLES OF INCORPORATION
OF
ASL ENTERPRISES, INC.**

FILED
95 APR -3 PM 1:17
TALLAHASSEE, FLA.

I, the undersigned Incorporator and Subscriber, being a natural person competent to contract, hereby organize and incorporate under the laws of the State of Florida a corporation for profit as follows:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be ASL ENTERPRISES, INC., having as its initial corporate mailing address: 515 North Flagler Drive, Suite 600, West Palm Beach, Florida 33401.

ARTICLE II - DURATION

This corporation shall be perpetual in existence unless sooner dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business which corporations may transact pursuant to Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the corporation shall be Two Thousand (2,000) shares common stock.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property, or labor or services actually performed for the Corporation at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

Property, labor or services may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 515 North Flagler Drive, Suite 600, West Palm Beach, Florida 33401 and the name of the initial registered agent of this corporation at that address is Brian J. Cooke. This corporation shall have the privilege of having branch offices at other places within or without the State of Florida and within or without the United States of America. This corporation may, at its discretion, at any time, change the address of the principal place of business.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have an initial Board of Directors of one (1). The number of directors may be either increased or diminished from time to time but the number shall, subject to ARTICLE VIII below, never be less than one (1) nor more than six (6). The name and address of the initial director of this corporation is:

ANTHONY SAMUEL LAZZARA
1159 S. Military Trail
West Palm Beach, FL 33415

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Brian J. Cooke
515 North Flagler Drive, Suite 600
West Palm Beach, FL 33401


ARTICLE VIII - MANAGEMENT OF CORPORATION BY STOCKHOLDERS

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the Shareholders of this corporation shall so elect, they may exercise all powers and conduct the business and affairs of this corporation in lieu of the Board of Directors.

ARTICLE IX - AMENDMENT

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

IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal, this
30 day of March, 1995.

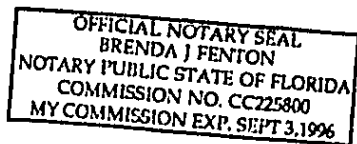


Brian J. Cooke

STATE OF FLORIDA)
)SS:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day personally came and appeared before me, the undersigned authority, Brian J. Cooke, to me well known and known to me to be the person named in and who acknowledged to me that he executed the foregoing Articles of Incorporation as a free and voluntary act and deed and for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid, this 30th day of March, 1995.



Brenda J. Fenton
NOTARY PUBLIC

Brenda J. Fenton
(Type or Print Name)
State of Florida at Large

My Commission expires:
Commission Number:

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

In pursuant of Florida Statutes the following is submitted:

First -- That ASL Enterprises, Inc., has named Brian J. Cooke, who is located at Arnstein & Lehr, 515 North Flagler Drive, Suite 600, City of West Palm Beach, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

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

By: 

Brian J. Cooke