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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BRETTON MOTOR COMPANY, INC.

FAX AUDIT NUMBER: H95000005091

DATE REQUESTED: 05/05/1995

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614711-8-1111

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Prepared by:
Sheldon Golding, Esq.
101 N.E. 3 Avenue, #300
Fort Lauderdale FL 33301
Florida Bar No. 137191
(305) 763-2122

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
BRETTON MOTOR COMPANY, INC.

ARTICLE I - NAME

The name of this corporation will be Brettton Motor Company, Inc.

ARTICLE II - PURPOSE AND POWERS

The general purposes for which the corporation is initially organized shall be the transaction of any or all lawful business for which corporations may be organized under the Florida General Corporation Act.

ARTICLE III - STOCK

The number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 5,000 shares of common stock at \$0.10 per share.

ARTICLE IV - TERM

This corporation will have perpetual existence.

ARTICLE V - PRINCIPAL OFFICE

The principal office of this corporation shall be located at 2919 Coral Shores Drive, Fort Lauderdale, Florida 33306.

ARTICLE VI - INITIAL INCORPORATORS

The name and address of the initial incorporator of this corporation is Eric Jackson whose address is 2919 Coral Shores Drive, Fort Lauderdale, Florida 33306.

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ARTICLE VII - INITIAL OFFICERS AND DIRECTORS

The initial officer and director is:

President:

Eric Jackson
2919 Coral Shores Drive
Fort Lauderdale, Florida 33306

Secy./Treas./Dir.

Colin Jackson
2919 Coral Shores Drive
Fort Lauderdale, Florida 33306

ARTICLE VIII - REGISTERED AGENT AND OFFICE

The registered agent and street address of the registered office of this corporation is Sheldon Golding, Attorney at Law, 101 N.E. 3rd Avenue, Suite 300, Fort Lauderdale, Florida 33301.


IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this ____ day of May, 1995.


ERIC JACKSON

STATE OF FLORIDA)

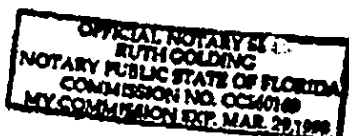
COUNTY OF BROWARD)

The foregoing Articles of Incorporation was executed and acknowledged before me by ERIC JACKSON, who is personally known to me, or (who has produced _____ as identification) and who (did/did not) take an oath, on this 5th day of May, 1995.


Notary Public Signature

Print Name of Notary Public

CC 360169 3/29/98
Commission No./Expiration Date



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TOTAL P.05

CERTIFICATE ACCEPTING APPOINTMENT AS REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

BRETTON MOTOR COMPANY, INC., desiring to organize under the laws of the State of Florida, with its principal office located at 2919 Coral Shores Drive, Fort Lauderdale, Florida 33306, has named SHELDON GOLDING, Attorney at Law, whose address is 101 N.E. 3rd Avenue, Suite 300, Fort Lauderdale, Florida 33301, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Dated: May 5, 1995


SHELDON GOLDING, Attorney at Law

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TALLAHASSEE, FLORIDA

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