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HOROWITZ & ROLNICK
ATTORNEYS AT LAW
PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
600 WEST COMMERCIAL BOULEVARD
SUITE 100
FORT LAUDERDALE, FLORIDA 33309

ALFRED J. HOROWITZ, P.A.
HERBERT H. ROLNICK, P.A.

May 2, 1995

(305) 742-4622
FAX: (305) 742-9993

Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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RE: EAST COAST AUTO EXCHANGE, INC.

Gentlemen:

Enclosed herewith please find an original and one copy of Articles of Incorporation for EAST COAST AUTO EXCHANGE, INC. Please file the original and return a "filed" copy to our office in the enclosed self-addressed, stamped envelope. Enclosed please find our check in the sum of \$122.50 to cover the cost of your filing fee.

Should you have any questions, please do not hesitate to contact our office collect.

Very truly yours,

HOROWITZ & ROLNICK

BY *Renée M. Towne*
RENEE M. TOWNE

Legal Asst. to Alfred J. Horowitz

rmt
Enc.
File No. 95-242

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95 MAY -5 PM 5:27
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

The undersigned incorporator hereby forms a corporation under Chapter 607 of the Laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is EAST COAST AUTO EXCHANGE, INC.

The address of the principal office of this corporation shall be 1811 S. U.S. #1, Fort Pierce, Florida 34950 and the mailing address shall be the same.

ARTICLE II - NATURE OF BUSINESS

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, country territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - PRE-EMPTIVE RIGHTS

This corporation elects to have pre-emptive rights.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6800 W. Commercial Blvd., Suite 5, Ft. Lauderdale, Florida 33319 and the name of the initial

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DIVISION OF CORPORATIONS
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registered agent of this corporation at this address is
ALFRED J. HOROWITZ. The principal place of business of this
corporation is 1811 S. U.S. #1, Fort Pierce, Florida 34950.

ARTICLE VII - OFFICERS AND DIRECTORS

This corporation shall have one (1) director
constituting the initial Board of Directors. The number of
Directors may be either increased or decreased from time to
time by the By-Laws. The names and addresses of the initial
Board of Directors of this corporation are:

Lee Winderman
1811 S. U.S.#1
Fort Pierce, Florida 34950

ARTICLE VIII - INCORPORATOR

The names and addresses of each person signing
these Articles is:

Alfred J. Horowitz
6800 W. Commercial Blvd. Suite 5
Ft. Lauderdale, Florida 33319

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or
director, or any former officer or director, to the full
extent permitted by law.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers
have executed these Articles of Incorporation this 2nd day of

May, 1995.


ALFRED J. HOROWITZ

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared, ALFRED J. HOROWITZ, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 2nd day of May, 1995.

 **Renee M. Towne**
My Commission Expires 6/22/98
Commission No. 00301288
MY COMMISSION EXPIRES:


NOTARY PUBLIC

RENEE M. TOWNE

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

FIRST--EAST COAST AUTO EXCHANGE, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 1811 S. U.S. #1, FORT PIERCE, FLORIDA 34950, COUNTY OF ST. LUCIE AND STATE OF FLORIDA, HAS NAMED ALFRED J. HOROWITZ AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


ALFRED J. HOROWITZ

TITLE: PRESIDENT

DATE: May 2, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE _____


ALFRED J. HOROWITZ

DATE: May 2, 1995

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