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VAILLANCOURT BORGERSEN & BOATRIGHT, P.A.

ATTORNEYS AND COUNSELLORS AT LAW

2830 WEST BAY DRIVE
LARGO, FLORIDA 34640

95 JUL -7 AM 10:23

DIVISION OF CORPORATIONS

ROBIN A. VAILLANCOURT, ESQUIRE
WILLIAM C. BORGERSEN, ESQUIRE
SCOTT R. BOATRIGHT, ESQUIRE

July 5, 1995

TELEPHONE
(913) 585-2050
FAX
(913) 585-3252

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: NEGOTIACAR, INC.

500001532235
-07/07/95--01039--015
****122.50 ****122.50

Dear Sir or Madam:

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Sincerely,

Wm. Borgersen

William C. Borgersen, Esquire

WCB/bg

Enclosures:

Will wait

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN JUL - 7 1995

ARTICLES OF INCORPORATION
OF

NEGOTIACAR, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is NEGOTIACAR, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this professional service corporation are 2530 West Bay Drive, Largo, Florida 34640.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1000) with a par value of one dollar for each share of stock.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are William C. Borgersen, Esquire, 2530 West Bay Drive, Largo, Florida 34640.

ARTICLE V. INCORPORATORS.


The name and street address of the incorporator to these articles of incorporation are Vaillancourt Borgersen & Boatright, P.A., 2530 West Bay Drive, Largo, Florida 34640.

ARTICLE X. AMENDMENT OF ARTICLES OF INCORPORATION.

These articles shall be modified, amended or repealed only by a super majority vote of the stockholders in favor of the amendment.

The undersigned has executed these articles of incorporation on July 5th, 1995.

VAILLANCOURT BORGERSEN & BOATRIGHT, P.A.


William C. Borgersen, Esquire
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.050, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is NEGOTIACAR, INC.
2. The name of the registered agent is William C. Borgersen, Esquire.
3. The address of the registered agent/registered office is 530 West Bay Drive, Largo, Florida 34640.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the 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.

Wm. C. Borgersen
William C. Borgersen, Esquire

July 5th, 1995

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TALLAHASSEE, FLORIDA