

WEST BROWARD BANKRUPTCY CENTER
K. DRAKE OZMENT, ESQUIRE
1000 WEST COMMERCIAL BOULEVARD
SUITE 200
FORT LAUDERDALE, FLORIDA 33309

ADMITTED IN
STATE OF FLORIDA
STATE OF GEORGIA
SOUTHERN DISTRICT OF FLORIDA

TELEPHONE (305) 486-4186
TELEFAX (305) 486-5302

W95000014638

August 3, 1995

Ms. Loria Poole
Corporate Specialist
Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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****122.50 ****122.50

Re: Ref. #W95000014638
Global Auto Brokers, Inc. to be changed to
Boca Auto Brokers, Inc.

Dear Ms. Poole:

Pursuant to our conversation this date, enclosed please find
corrected check in the amount of \$122.50.

This will also confirm that you will change Global Auto Brokers,
Inc., to Boca Auto Brokers, Inc.

If you have any questions or comments, please feel free to call
my office.

Very truly yours,

K. Drake Ozment
K. DRAKE OZMENT, ESQ.
KDO:ds
Enclosure

[Large signature]

FILED
95 AUG - 7 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 20, 1995

K. DRAKE OZMENT, ESQ.
SUITE 206
3600 W. COMMERCIAL BLVD.
FT. LAUDERDALE, FL 33309

Boca
SUBJECT: ~~GLOBAL~~ AUTO BROKERS, INC.
Ref. Number: W95000014638

Boca Auto Brokers

Boca → 107 482-4282

We have received your document for ~~GLOBAL~~ AUTO BROKERS, INC. and your check(s) totaling \$225.00. However, the document has not been filed and is being retained in this office for the following:

We are returning your check for \$225.00 to be replaced by one in the correct amount of \$122.50.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 595A00034736

WEST BROWARD BANKRUPTCY CENTER
K. DRAKE OZMENT, ESQUIRE
3600 WEST COMMERCIAL BOULEVARD
SUITE 206
FORT LAUDERDALE, FLORIDA 33309

ADMITTED IN:
STATE OF FLORIDA
STATE OF GEORGIA
SOUTHERN DISTRICT OF FLORIDA

TELEPHONE: (305) 486-4186
TELEFAX: (305) 486-5302

July 18, 1995

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 5588
Tallahassee, Florida 32314

Re: ARTICLES OF INCORPORATION - GLOBAL AUTO BROKERS, INC.


Dear Sir or Madam:

Enclosed please find two (2) original Articles of Incorporation and one (1) copy for certification for the above referenced corporation. Also enclosed please find a check in the amount of \$225.00 made payable to the Secretary of State, said funds remitted as payment in full for filing fees, certified copy fees, designation of resident agent fees, etc.

Please file the Articles and return one (1) certified copy of the corporation thereof to the undersigned at your earliest convenience.

If you have any comments or questions, please advise.

Very truly yours,


K. DRAKE OZMENT, ESQ.
KDO:ds
ENCLOSURES

CK OVER
10-14638

ARTICLES OF INCORPORATION

OF

Boca AUTO BROKERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. NAME: The name of the Corporation is: Boca AUTO BROKERS, INC.
2. DURATION: The period of its duration is perpetual.
3. PURPOSE: The general purpose for which the Corporation is organized is for the transaction of any or all lawful business for which Corporations may be incorporated under the Florida General Corporation Act.
4. CAPITAL STOCK: Authorized shares. The maximum number of shares of capital stock that this Corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock with a par value of \$1.00 each.
5. PRINCIPAL OFFICE: The principal place of business of this Corporation shall be located at 9200 Edgemont Lane, Boca Raton, Florida 33434, or at such places within or without the State of Florida as the Board of Directors shall by appropriate action hereafter from time to time determine.
6. INITIAL REGISTERED AGENT:

Richard Betta
9200 Edgemont Lane
Boca Raton, FL 33434
7. INITIAL BOARD OF DIRECTORS: The Corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws of the Corporation in the manner provided by law, but shall never be less than one (1) Director.

The name and address of the Director of the Corporation is:

NAME

ADDRESS

RICHARD BETTA

9200 Edgemont Lane
Boca Raton, FL 33434

8. AMENDMENT OF ARTICLES: The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

9. INDEMNIFICATION: To the extent permitted by law, the Corporation shall indemnify any Officer or Director, or any former Officer or Director in the manner set out and provided for in the by-laws of the Corporation.

10. INCORPORATOR: The name and address of the incorporator is:

NAME

ADDRESS

RICHARD BETTA

9200 Edgemont Lane
Boca Raton, FL 33434

IN WITNESS WHEREOF, the undersigned Directors has executed these Articles of Incorporation this 17th day of July, 1995.

Richard Betta
RICHARD BETTA

STATE OF FLORIDA)

) SS

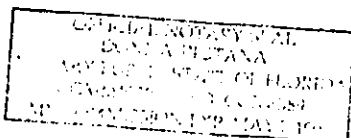
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared RICHARD BETTA, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me, that he executed the same for the purposes therein expressed.

17th IN WITNESS HEREOF, I have hereunto set my hand and seal this day of July, 1995.

Donna Pugh
Notary Public

My Commission Expires:



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

IN PURSUANCE OF CHAPTER 48.091 OF THE FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT.

FIRST that Boca AUTO BROKERS, INC., desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation at the City
of Boca Raton, County of Palm Beach, and State of Florida, has
named Richard Betta, 9200 Edgemont Lane, Boca Raton, FL 33434 as
its agent(s) to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above
stated corporation, at 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. I
hereby am familiar with and accept the duties and responsibilities
as registered agent for said corporation.

Dated: 7/19/95 By: Richard Betta
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA