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CIVIL TRIAL LAWYER

VICTORIA PARK CENTRE - SUITE 204  
1401 EAST BROWARD BOULEVARD  
FORT LAUDERDALE, FLORIDA 33301  
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PLEASE REPLY TO  
MAIL OFFICE BOX 14833  
FORT LAUDERDALE, FLORIDA 33307

August 9, 1995

State of Florida  
Secretary of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Downtown Broward Automotive, Inc.

Dear Gentlemen:

Enclosed please find the Articles of Incorporation for Downtown Broward Automotive, Inc. along with a check in the amount of \$122.50. Please file and forward a certified copy to this office.

Thank you for your assistance in this matter.

Very truly yours,

*Robert J. Slotkin*  
Robert J. Slotkin  
For the Firm

RJS/ml

AUG 14 1995 BSB

Robert Slotkin GAVE

AUTHORIZATION BY PHONE TO  
CORRESPONDENCE Principle office  
DATE 8/14/95  
DOC. EXAM. BSB

000001558290  
-08/11/95--01032--010  
\*\*\*\*122.50 \*\*\*\*122.50

FILED  
95 AUG 11 AM 9:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
DOWNTOWN BROWARD AUTOMOTIVE, INC.

FILED  
95 AUG 11 AM 9:28  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation a natural person competent to contract, hereby subscribes to these Articles of Incorporation to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is DOWNTOWN BROWARD AUTOMOTIVE, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and to invest in, trade in, deal in and with, automotive parts, products other related goods, wares, and merchandise relating to automotive servicing and repair and sale of automotive parts. Further, the business shall include the buying, holding, mortgaging, selling, conveying, leasing or otherwise disposing of real and personal property incident to the above in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bond, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

In general, to engage in any lawful act or activity for which corporations may be organized under the Florida General Corporation Act, and to possess and exercise all the powers and privileges granted by the Florida General Corporation Act or by any other law of Florida or by these Articles of Incorporation or the By-Laws of this corporation, together with any powers incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct of the business of the corporation.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of \$1.00 per share.

#### ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$500.00.

#### ARTICLE V. TERM OF EXISTENCE

This corporation shall begin as soon as possible and is

to exist perpetually.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT  
AND INITIAL OFFICE ADDRESS

The street address of the initial registered office of this corporation is 1401 East Broward Boulevard, Suite 204, Fort Lauderdale, Florida, 33301, and the name of the initial registered agent of this corporation at that address is ROBERT J. SLOTKIN.

ARTICLE VII. DIRECTORS

This corporation shall have two Directors, initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The names and post office addresses of the initial officers and Directors of this Corporation are:

BRETT MILGROM (President/Director)  
711 WEST BROWARD BOULEVARD  
FORT LAUDERDALE, FLORIDA 33301

JAMES SEBOTH (Secretary/Director)  
711 WEST BROWARD BOULEVARD  
FORT LAUDERDALE, FLORIDA 33301

ARTICLE IX. INCORPORATOR

The name and post office address of the incorporator to these Articles of Incorporation is:

STEVEN MILGROM  
711 WEST BROWARD BOULEVARD  
FORT LAUDERDALE, FLORIDA 33301

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the

Board of Directors, proposed by them to the Stockholders, and approved at a meeting of the Stockholders by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Steven Milgrom

STEVEN MILGROM, Incorporator

STATE OF FLORIDA )

) ss.

COUNTY OF BROWARD )

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the State and County named above to take acknowledgments, personally appeared STEVEN MILGROM, to me known or who produced \_\_\_\_\_ as identification, to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 20 day of JUNE, 1995.

[Signature]  
Notary Public, State of Florida  
at Large


My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA

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:

**DOWNTOWN BROWARD AUTOMOTIVE, INC.,** DESIRING TO ORGANIZE  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS  
PRINCIPAL PLACE OF BUSINESS AT CITY OF FORT LAUDERDALE, STATE OF  
FLORIDA, HAS NAMED ROBERT J. SLOTKIN, LOCATED AT 1401 EAST BROWARD  
BOULEVARD, SUITE 204, FORT LAUDERDALE, FLORIDA, 33301, AS ITS AGENT  
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA. HAVING BEEN NAMED TO  
ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE  
PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY AGREE  
TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.

  
ROBERT J. SLOTKIN

Date 6/20/95

FILED  
95 AUG 11 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA