

GREENBERG

TRAURIG

P95000065332

Allan Salovin
407-650-7916

August 21, 1995

800001566378
-08/22/95--01090--020
****122.50 ****122.50

FEDERAL EXPRESS

Florida Department of State
New Filings Section
Division of Corporations
409 E. Gaines St.
P.O. Box 6327
Tallahassee, Florida 32301

Re: Ber-Cal Auto Corporation

Dear Sir or Madam:


Enclosed are an original and one copy of the Articles of Incorporation for the above-referenced corporation. In addition, a check in the amount of \$122.50 payable to your order is enclosed for the following costs:

1. Filing fee of \$35.00 for the Articles of Incorporation.
2. \$52.50 for a certified copy of the Articles of Incorporation.
3. \$35 for designation of a registered agent for the above corporation.

Please file the original of the enclosed Articles of Incorporation and return a certified copy of the same to the undersigned.

Thank you for your prompt attention.

Very truly yours,


Allan Salovin

AS/dlv
Enclosures

AUG 23 1995 BSB

FILED
95 AUG 22 PM 2:25
TALLAHASSEE, FLORIDA

WFO/SALOV/100/41000/112532/010100/06/21/95

GREENBERG, TRAURIG, HOLTMAN, LIPGOTT, ROSEN & QUENTEL, P.A.

P.O. Box 20629, West Palm Beach, Florida 33416-0629

407-650-7900 Fax 407-655-6222

777 SOUTH FLAGLER DRIVE, SUITE 310 EAST, WEST PALM BEACH, FLORIDA 33401

MIAMI, FORT LAUDERDALE, WEST PALM BEACH, TALLAHASSEE

NEW YORK, WASHINGTON, D.C.

ARTICLES OF INCORPORATION
OF
BER-CAL AUTO CORPORATION

FILED
95 AUG 22 PM 2:25

CLERK OF THE CIRCUIT COURT
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the Corporation is Ber-Cal Auto Corporation.

ARTICLE II

DURATION

The Corporation shall have a perpetual existence.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of Ten Cents (\$0.10) par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT
AND MAILING ADDRESS OF THE CORPORATION

The street address of the initial registered office of the Corporation is Greenberg, Traurig, Hoffman, Lipoff, Rosen & Quentel, P.A., 777 South Flagler Drive, Suite 310 - East Tower, West Palm Beach, Florida 33401, and the name of the initial registered agent of the Corporation at that address is Allan Salovin.

The initial mailing address of the Corporation shall be 4409 N.E. 5th Terrace, Oakland Park, Florida 33334.

ARTICLE VI

BYLAWS

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the shareholders of the Corporation.

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is:


Name

Address

Allan Salovin

Greenberg, Traurig, Hoffman,
Lipoff, Rosen & Quentel, P.A.
777 South Flagler Drive
Suite 310 East
West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 21st day of August, 1995.


(INCORPORATOR) ALLAN SALOVIN

STATE OF FLORIDA

SS:

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 21st day of August, 1995 by Allan Salovin, who is personally known to me and who did not take an oath

[NOTARIAL SEAL]

Notary: _____
Print Name: _____
Notary Public, State of Florida
My commission expires: _____

A.C. TANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial registered agent of Ber-Cal Auto Corporation, as made in the foregoing Articles of Incorporation.

Dated: August 21, 1995


Allan Salovin

FILED
95 AUG 22 PM 2:25
RECEIVED
FBI - TAMPA