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ACCOUNT NO. : 078100000038

REFERENCE : 000007 T04350

AUTHORIZATION :

COST LIMIT : 4 122,50

ORDER DATE : Flarch 20, 1996

ORDER TIME : 1:09 PM

ORDER NO. # 888607

800001753518

CUSTOMER NO.

64356

CUSTOMER: Michael W. Moskowitz, Esq

MOSKOWITZ MANDELL & SALIM.

P.A.

Sulte 510

800 Corporate Drive

Fort Lauderdale, FL 33334

DOMESTIC FILING

NAME:

EXOTIC AUTOWERKS & CARRIAGES CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY PLAIN STAMPED COPY

____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

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SECRETAIN OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

EXOTIC AUTOWERKS & CARRIAGES CORPORATION

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 shall be:

EXOTIC AUTOWERKS & CARRIAGES CORPORATION

The address of the principal office of this corporation

shall be 800 Corporate Drive, Suite 510, Fort Lauderdale,

Florida 33334, and the mailing address of the corporation 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 of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having without par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Katherine Gray-Chaviano Dir.

800 Corporate Drive, Suite 510 Fort Lauderdale, Florida 33334

Jim Brezeal Dir. Same

Frank Chaviano

Same

Dir.

Michael W. Moskowitz Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Katherine Gray-Chaviano Pres./Treas. 800 Corporate Drive, Suite 510 Fort Lauderdale, Florida 33334

Jim Brezeal V. Pres.

Same

Frank Chaviano

Same

Sec.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on March 21, 1996.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

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SECHETAL PROPERTY OF LATE

ACCEPTANCE OF REGISTERED AGENT DESIGNATED ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

Its Agent, Karen/B. Rozar

MIN/vlp

P96000025786

635-A (6976R DR. 9, F2, 33462 -	
City/State	/Zip Phone #	Office Use Only
CORPORATION	NAME(S) & DOCUMENT NUM	IBER(S), (if known):
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NEW FILINGS	AMENDMENTS	HASSE
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	Other	Duc 12.97
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Examiner's Initials

ARTICLES OF DISSOLUTION

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is:Exotic Autoworks & Carriages Corporation
SECOND:	The date dissolution was authorized: _4/29/97
THIRD:	Adoption of Dissolution (CHECK ONE)
X Dissol	ution was approved by the shareholders. The number of votes for dissolution was sufficient for approval.
Dissol	ution was approved by vote of the shareholders
[The follo	owing statement must be separately provided for each voting group to vote separately on the plan to dissolve:
"The numbe	er of votes cast for dissolution was sufficient for
approval h	OY
Signaturo	thairman or Vice Chairman of the Board, President, or other officery
	David H. Davis, 'r (Typed or printed name)
	Secretary Treasurer (Title)