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GUSTAVE W. LARSON "RETIRED"
STEVEN L. JONES

OF COUNSEL
CESAR A. SASTRE

March 29, 1996

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-04/02/96--01075--019
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Re: Esquire Personal Auto Service, Inc.

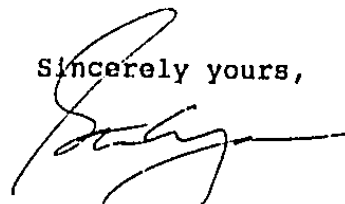
Dear Sirs:

Please accept for filing the enclosed Articles of Incorporation; the applicable filing fee is also enclosed.

Please expedite this filing. For this purpose, I have enclosed a Federal Express Airbill and envelope.

Thank you for your attention to this matter.

Sincerely yours,


STEVEN L. JONES

SLJ 4/8/96

SLJ:rhb
Enclosure.

FILED
96 APR -1 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
ESQUIRE PERSONAL AUTO SERVICE, INC.

FILED

96 APR -1 PM 2:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

The name of the corporation shall be ESQUIRE PERSONAL AUTO SERVICE, INC.

ARTICLE II

The Corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The total number of shares of capital stock which may be issued by this corporation is One Hundred (100) at \$10.00 par value per share. All such stock may be payable in cash, property, labor or services at a just value to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

This Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE V

The principal place of business of said Corporation shall be at 6484 Indian Creek Drive, Suite 209, Miami Beach, Florida 33134.

ARTICLE VI

The name and address of the initial Registered Agent is STEVEN L. JONES, Esq., 9999 N.E. 2nd Avenue, Suite 216, Miami Shores, Florida 33138; his acknowledgment and acceptance of such designation are attached.

ARTICLE VII

The name and street address of the person signing these Articles of Incorporation as Incorporator is as follows:

RAQUEL H. BERNAL
6484 Indian Creek Drive, Suite 209
Miami Beach, Florida 33141.

The undersigned Incorporator has executed these Articles of Incorporation this 29 day of March, 1996.

Raquel H. Bernal (SEAL)
RAQUEL H. BERNAL

ACKNOWLEDGMENT

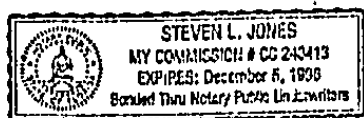
STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, appeared RAQUEL H. BERNAL, who is personally known or produced as identification, known to me to be the person described in, who executed the foregoing Articles of Incorporation, and who, upon being by me first duly sworn, on oath, deposes and says, and did acknowledge before me, that she is the party who executed and subscribed the foregoing Articles of Incorporation, did further acknowledge that said Articles are the act and deed of the signor, and respectfully states that the facts and matters therein set forth are true and correct.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 29 day of March, 1996.

Steven L. Jones
Name: Steven L. Jones
Notary Public,
State of Florida

My Commission Expires:



CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED

96 APR -1 PM 2:11

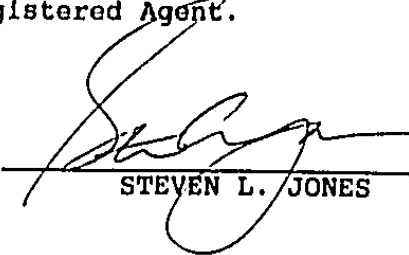
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section §607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office in the State of Florida:

1. The name of the corporation is ESQUIRE PERSONAL AUTO SERVICE, INC.
2. The name and address of the Registered Agent and Office is:

STEVEN L. JONES, Esq.
9999 N.E. 2nd Avenue, Suite 216
Miami Shores, Florida 33138.

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in the Certificate, 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 duty and I am familiar with and accept the obligations of my position as Registered Agent.


STEVEN L. JONES

DATE: March 29, 1996