

P96 000036172

RICHARD I. BLINDERMAN, P.A.
ATTORNEYS AT LAW

April 5, 1996

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

900001789459
-04/22/96--01098--017
****122.50 ****122.50

Re: American Multicredit Company
Our File: 260.01

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation and the original and one copy of the Designation and Acceptance of Registered Agent for American Multicredit Company. Enclosed, as well, is a \$122.50 check for the following:

Certified Copy	\$ 52.50
Registered Agent Designation	35.00
Filing Fees	35.00
TOTAL	\$122.50

FILED
96 APR 22 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Upon your receipt and filing of the documents, please send me, at the address stated below on our letterhead, a certified copy of the Articles of Incorporation.

Thank you for your cooperation.

Sincerely,



Richard I. Blinderman

RIB:sh
Enclosures

cc: Estuardo Benavides

AL APR 25 1995

260-01SEC-STAT.ART

**ARTICLES OF INCORPORATION
OF
AMERICAN MULTICREDIT COMPANY**

FILED
96 APR 22 AM 11:46
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:

ARTICLE I

Name

The name of the Corporation is American Multicredit Company.

ARTICLE II

Duration

The term of existence of the Corporation is perpetual.

ARTICLE III

Nature of Business

The nature of the business to be conducted by the Corporation is:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act; and
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV
Capital Stock

The aggregate number of shares which the Corporation has authority to issue is One Thousand (1,000), all of which shall be common stock having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE V
Preemptive Rights Granted

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

ARTICLE VI
Registered Office

The street address of the initial registered office of the Corporation is:

3109 Stirling Road, Suite 101
Ft. Lauderdale, Florida 33312

The name of the registered agent at such address is:

Richard I. Blinderman

ARTICLE VII
Principal Office

The initial street address of the principal office of the Corporation in the State of Florida is:

8249 N. W. 36th Street, Suite 206
Miami, Florida 33166

ARTICLE VIII

Directors

The initial board of directors of the Corporation shall consist of two members. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's bylaws.

The names and addresses of the members of the first board of directors are:

NAME	ADDRESS
Estuardo Benavides	8249 N. W. 36th Street, Suite 206 Miami, Florida 33166
Roberto Cobar	8249 N. W. 36th Street, Suite 206 Miami, Florida 33166

ARTICLE IX

Incorporator

The name and address of the Incorporator is:

NAME	ADDRESS
Richard I. Blinderman	3109 Stirling Road, Suite 101 Fort Lauderdale, FL 33312

ARTICLE X

Indemnification

The Corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE XI

Reimbursement for Organizational and Certain Other Preincorporation Expenses; Adoption of Contracts

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned Incorporator. The Corporation further authorizes its director to reimburse the herein-

before mentioned Incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation. The directors of this Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned Incorporator shall be reimbursed.

ARTICLE XII

Right to Amend Articles of Incorporation

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any writing inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of April, 1996.

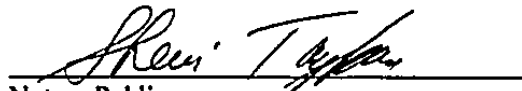

Richard I. Blinderman, Incorporator

STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

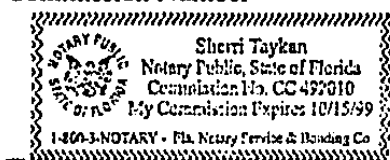
BEFORE ME, personally appeared Richard I. Blinderman, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed, who produced his Florida Driver's License as proof of identity and who took an oath.

Witness my hand and official seal this 5 day of April, 1996, in the aforesaid County and State.

My Commission Expires:


Notary Public

Commission Number



SHERRI TAYKAN
Printed Name of Notary

CERTIFICATION OF DESIGNATION
OF
REGISTERED AGENT / REGISTERED OFFICE

FILED
96 APR 22 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

AMERICAN MULTICREDIT COMPANY DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL PLACE OF BUSINESS LOCATED IN MIAMI, FLORIDA, HAS
NAMED RICHARD BLINDERMAN, LOCATED AT 3109 STIRLING ROAD,
SUITE 101, FT. LAUDERDALE, FLORIDA 33312, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS.

SIGNATURE: 

Richard I. Blinderman, Incorporator

DATE: April 5, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, 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.

SIGNATURE: 

Richard I. Blinderman, Registered Agent

DATE: April 5, 1996