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D & D Accounting  
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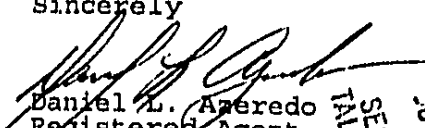
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHESSEE, FL 32314

000001830926  
-05/20/95--01121--015  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

This is a new filing for AUTOMOTIVE DEALER SERVICES II, INC. The articles of Incorporation and the required filing fees of \$ 122.50 are enclosed. Please return the recorded Articles to the mailing address above.

Sincerely

  
Daniel L. Ayer  
Registered Agent

FILED  
56 MAY 20 PM 5:58  
SECRETARY OF STATE  
TALLAHESSEE, FLORIDA

New P  
DRF  
5/23

**ARTICLES OF INCORPORATION  
OF  
AUTOMOTIVE DEALER SERVICES II, INC.**

The undersigned hereby makes, subscribes, acknowledges, and files these Articles of Incorporation for the purpose of forming a corporation under the Laws of the state of Florida.

**ARTICLE I  
NAME**

The name and address of the Corporation shall be:

AUTOMOTIVE DEALER SERVICES II, INC.  
9729 Carousel Circle  
Boca Raton, Florida 33434

**ARTICLE II  
DURATION**

This Corporation shall exist in perpetuity.

**ARTICLE III  
PURPOSE**

The Corporation is organized for the purpose of engaging in any activity or business permitted under the Laws of the State of Florida or of the United States of America.

**ARTICLE IV  
CAPITAL STOCK**

This Corporation is Authorized to issue one hundred (100) Shares of Capital Stock with a par value of One Dollar and no cents (\$1.00) per Share.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address in this State of the initial registered office of the Corporation is 2921 Mango Lane, Lake Park, Florida 33403 and the name of the initial registered

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96 MAY 20 PM 5:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

agent is Daniel L. Azaredo

**ARTICLE VI  
INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two (2) members. The number of Directors may be increased or decreased from time to time by the By-laws but shall never be less than one (1). The names and addresses of the initial Directors are:

ROBERT HAJJAR  
9729 Carousel Circle  
Boca Raton, Florida 33434

and

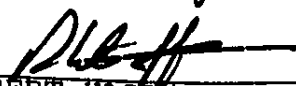
CHARMINE D. HAJJAR  
9729 Carousel Circle  
Boca Raton, Florida 33434

**ARTICLE VII  
INCORPORATOR**

The name of the person signing these Articles of Incorporation is:

ROBERT HAJJAR  
9729 Carousel Circle  
Boca Raton, Florida 33434

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 15<sup>th</sup> day of may, 1996.

  
\_\_\_\_\_  
ROBERT HAJJAR

STATE OF FLORIDA       )  
COUNTY OF PALM BEACH)

Before me, the undersigned authority, personally appeared ROBERT HAJJAR, to me well known and known to me

to be the person described in and who executed the foregoing Articles, and he acknowledged to and before me that he executed said Articles for the purpose therein expressed.

WITNESS my Hand and Official Seal this 15<sup>th</sup> day of May, 1996.

Dolores C. Dirato  
Notary Public, State of Florida

(Seal)

My commission Expires:



DOLORES C DIRATO  
My Commission 00828867  
Expires Feb. 20, 2000

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF  
PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY  
BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted in compliance with said Act:

THAT, AUTOMOTIVE DEALER SERVICES II, INC., desiring to  
organize under the laws of the State of Florida, with its  
principal offices as indicated in the Articles of  
Incorporation, has named DANIEL L. AZEREDO, at 2921 Mango  
Lane, Lake Park, Fl  
33403, as its Registered Agent to accept service of process  
within the State of Florida.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the  
above- stated corporation, at the place designated by this  
Certificate, I hereby accept to act in this capacity and  
agree to comply with the provisions of said Act relative to  
keeping open said office.

  
DANIEL L. AZEREDO, Registered Agent  
for AUTOMOTIVE DEALER SERVICES II,  
INC.

5-10-96

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 MAY 20 PM 5:58

FILED