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LAW OFFICES  
**KATZ & KATZ**  
337 EAST FORSYTH STREET  
JACKSONVILLE, FLORIDA 32202

HARRY KATZ DECD. 1972  
HARRY KATZ, JR.

PHONE (904) 353-5657  
FAX (904) 353-5877

May 29, 1996

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

7000001860047  
-06/12/96--01086--002  
\*\*\*122.50 \*\*\*122.50

Re: **FLORIDA PRE-OWNED AUTO SALES, INC.**

Gentlemen:

Please file the enclosed Articles of Incorporation of **FLORIDA PRE-OWNED AUTO SALES, INC.** and return a certified copy thereof to this office. Our check in the amount of \$122.50 is enclosed to cover filing fees.

Thank you for your cooperation.

Very truly yours,

*Harry Katz, Jr.*  
Harry Katz, Jr.

HKJr:jee  
Enclosures

*Need name  
release on  
copy of reservation  
letter  
BF 6/13/96*

FILED  
96 JUN 14 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HARRY KATZ, JR.  
KATZ & KATZ  
ATTORNEYS AT LAW  
337 EAST FORSYTH STREET  
JACKSONVILLE, FLORIDA  
TELEPHONE: 904/353-5557  
FACSIMILE: 904/353-5877

**DATE:** June 14, 1996

**TO:** Beth Register/Division of Corporations

**FROM:** Joanne/Katz & Katz

**RE:** Florida Pre-Owned Auto Sales, Inc.

**REMARKS:**

Annexed is a release letter from Barry Z. Holloway, Jr. so that you may complete the Articles of Incorporation relative to caption.

If this letter is unacceptable, please advise ASAP. Mr. Holloway is leaving town tomorrow for two weeks.

TOTAL NUMBER OF PAGES TO FOLLOW THIS COVER SHEET 2

Mr. Willis M. Moore  
P. O. Box 212  
Pinetta, Florida 32350

JUN-14-96 PRI 12:33 PM KATZ & KATZ  
JUN-14-96 11:01 AM FL. PRE-OWNED

PAY NO. 9043395877

P. 2

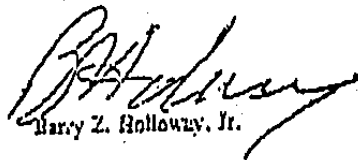
June 13, 1997

Ms. Beth Register  
Division of Corporations  
Secretary of State  
Tallahassee, Florida

Re. Florida Pre-Owned Auto Sales, Inc.

Dear Ms. Register:

Please take this as my release for Harry Katz, Jr. to be the incorporator and Registered Agent,  
relative to caption.

  
Harry Z. Holloway, Jr.

**ARTICLES OF INCORPORATION  
OF  
FLORIDA PRE-OWNED AUTO SALES, INC.**

**FILED**  
96 JUN 14 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

1. The name of the corporation is **FLORIDA PRE-OWNED AUTO SALES, INC.** (the "Corporation").

2. The principal office of the Corporation is:

**5407 Beach Boulevard  
Jacksonville, Florida 32207**

3. The aggregate number of shares which the Corporation is authorized to issue is **100** shares of Common Stock, par value **\$10.00** per share.

4. The street address of the initial registered office of this Corporation is **337 East Forsyth Street, Jacksonville, Florida 32202**, and the name of the initial registered agent of this Corporation at that address is **Harry Katz, Jr.**

5. The name and address of the person signing these Articles of Incorporation as incorporator is **Harry Katz, Jr., 337 East Forsyth Street, Jacksonville, Florida 32202**.

6. The Corporation shall have two (2) Directors initially. The number of directors may be either increased or decreased from time to time as provided in the By-Laws of the Corporation, but shall never be less than two.

Dated: June 6, 1996

  
**HARRY KATZ, JR.**

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for FLORIDA PRE-OWNED AUTO  
SALES, INC., at the place designated in its articles of incorporation, I agree to act in this  
capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: June 6, 1996

  
HARRY KATZ, JR.  
Registered Agent

**FILED**  
96 JUN 14 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA