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7/01/96

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(((H96000009147))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: CARB PLUS, INC.

FAX AUDIT NUMBER: H96000009147

DATE REQUESTED: 07/01/1996

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ARTICLES OF INCORPORATION  
OF  
CARS PLUS, INC.

ARTICLE I. NAME

The name of this corporation shall be CARS PLUS, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Dept. of State Division of Corporations. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 10,000 (.01) par value shares of common capital stock.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be 4. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

ROBERT MARTIN	5841 Riverside Drive, Apt.204, Coral Springs, FL 33067
RONALD TEBLUM	9073 N.W. 53rd Street, Coral Springs, FL 33067
OTTO FERNSEL	2840 N.E. 14th Street, #102C, Pompano Beach, FL 33062
ERIC LIPSON	9096 N.W. 53rd Manor, Coral Springs, FL 33067

This Document Prepared by: Benjamin H. Hales, Attorney-at-Law, 5180 West Cypress Road, Suite 8900, Margate, Florida 33063; PH: (954) 974-9340; FL BAR #311723.

Articles Of Incorporation Of CARS PLUS, INC.

Page 1

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HEREIN IS UNCLASSIFIED  
DATE 01-11-01 BY 60322 UCBAW

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**ARTICLE VI. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE VII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's principal office shall be:

5100 West Copans Road, Suite #100, Margate, FL 33063

The name of the individual who shall serve as this corporation's initial registered agent and the address is:

Benjamin H. Haire, Attorney-at-Law  
5100 W. Copans Road, Suite #900  
Margate, Florida 33063

**ARTICLE VIII. INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator are:

Benjamin H. Haire, Attorney-at-Law  
5100 W. Copans Road, Suite #900  
Margate, Florida 33063

**ARTICLE IX. AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
BENJAMIN H. HAIRE - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of CARS PLUS, INC. I hereby state that I am familiar with and accept the duties and

This Document Prepared by: Benjamin H. Haire, Attorney-at-Law, 5100 West Copans Road, Suite #900, Margate, Florida 33063; PH: (904) 974-9340; FL BAR #311723.

Articles Of Incorporation Of CARS PLUS, INC.

Page 2

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responsibilities as registered agent for CARS PLUS, INC.

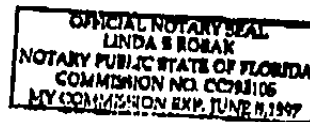
Benjamin H. Haire  
Benjamin H. Haire - Registered Agent

State Of Florida  
County Of Broward

On July 1, 1996, Benjamin H. Haire, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of CARS PLUS, INC..

Linda S. Robak  
LINDA S. ROBAK, Notary Public

LINDA S. ROBAK  
(Notary Public - Printed Or Typed Name)



Commission Expiration Date & Commission Number:

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This Document Prepared By: Benjamin H. Haire, Attorney-at-Law, 5100 West Century Road, Suite #900, Margate, Florida 33063; TEL (954) 874-0940; FL BAR #111723.

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Page 3

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