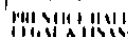


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0021	0022



REFERENCE : 017767 81675A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 12, 1996

ORDER TIME : 9:23 AM

ORDER NO. : 017767

CUSTOMER NO: 81675A

CUSTOMER: William F. Lawless, Esq
WILLIAM F. LAWLESS, PA
Suite 3022
217 North Westmonte Avenue
Altamonte Spngs, FL 32714

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***122.50 ***122.50

DOMESTIC FILING

NAME: FLORIDA AUTO ADVANTAGE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX_____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION
96 JUL 12 AM 10:03

55 JUL 12 PM 12:13
DIVISION OF CORPORATE

01/15/96

ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 12 AM 10:09

FLORIDA AUTO ADVANTAGE, INC.

ARTICLE I - NAME

The name of the corporation shall be FLORIDA AUTO ADVANTAGE, INC. located at 412 N. Pine Hills Road, Suite B, Orlando, Florida 32811.

ARTICLE II - DURATION

The corporation shall exist perpetually.

ARTICLE III - PURPOSE

The purpose of this corporation shall be for any lawful business for which the corporation may be incorporated under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock of a par value of ONE DOLLAR (\$1.00) per share and the consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 14534 Redmeadow Court, Orlando, Florida 32837, and the name of the registered agent of this corporation at that address is PARVIZ RAHMANI.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the bylaws, but shall never be less than one. The

names and addresses of the initial directors of the corporation are as follows:

Parviz Rahmani
14534 Redmeadow Court
Orlando, Florida 32837

ARTICLE VII - INITIAL OFFICERS

The names and addresses of the initial officers of the corporation are as follows:

President	Parviz Rahmani 14534 Redmeadow Court Orlando, Florida 32837
Vice President	None
Secretary	None
Treasurer	None

ARTICLE VIII - SUBSCRIBER

The name and address of the incorporator of this corporation is William F. Lawless, 217 N. Westmonte Avenue, Suite 3022, Altamonte Springs, Florida 32714.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

DATED this 14th day of July, 1996.


WILLIAM F. LAWLESS

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, duly authorized in the state and county aforesaid to administer oaths and take acknowledgments, this day, personally appeared before me WILLIAM F. LAWLESS, who, after first by me being duly sworn, deposes and says that he is the incorporator named in the foregoing Articles of Incorporation and that he executed the same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 11th day of July, 1996.

(SEAL)

June W. Burgess
Notary Public, State of Florida
My Commission Expires:



OFFICIAL SEAL
JUNE W. BURGESS
My Commission Expires
March 15, 1997
Comm. No. CC 266145

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 12 AM 10:09

ACCEPTANCE OF REGISTERED AGENT

I, PARVIZ RAHMANI, having been named as Registered Agent to
accept service of process of:

FLORIDA AUTO ADVANTAGE, INC. located at
412 N. Pine Hills Road, Suite B, Orlando, Fl 32811

hereby accept and agree to comply with the provisions of said act
relative to keeping said office open.

DATED at Altamonte Springs, Seminole County, Florida this 11th
day of July, 1996.



PARVIZ RAHMANI