

100 HAYS STREET
SUITE 200
PENSACOLA, FL 32504
904-233-0071
904-233-0191

00-148006

P96000068091



PRODUCT LINE
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 054640 165845A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 15, 1996

ORDER TIME : 10:10 AM

ORDER NO. : 054640

CUSTOMER NO: 165845A

CUSTOMER: Paul A. Koprowski, Cpa
PAUL A. KOPROWSKI, CPA

Suite 224
10031 Pines Boulevard
Pembroke Pines, FL 33024

10031 Pines Boulevard
Pembroke Pines, FL 33024
904-233-0071

FILED
SECRETARY OF STATE
96 AUG 15 PM 2:01

DOMESTIC FILING

NAME: VEHICLE REMARKETING &
LIQUIDATION CONSULTANTS, 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: Daniel W Leggett

EXAMINER'S INITIALS:

RECEIVED
96 AUG 15 PM 12:15
DIVISION OF CORPORATIONS
8/15/96

FILED
SECRETARY OF STATE
CORPORATIONS

96 AUG 15 PM 2:07

ARTICLES OF INCORPORATION
OF
Vehicle Remarketing & Liquidation Consultants, Inc.

ARTICLE I
NAME

The name of this corporation is Vehicle Remarketing & Liquidation Consultants, Inc.

ARTICLE II
DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall commence on the date of filing of these Articles of Incorporation. This corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V
PRINCIPAL ADDRESS, INITIAL REGISTERED OFFICE AND AGENT

The principal office and mailing address of the initial registered office of this corporation is Vehicle Remarketing & Liquidation Consultants, Inc., 20855 N.E. 16th Avenue C-17, Miami, Florida 33179. The name of the initial registered agent of this corporation is Paul A. Koprowski whose address is 10031 Pines Boulevard #224, Pembroke Pines, Florida 33024.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial Director of this corporation is:

<u>Name</u>	<u>Address</u>
Alice G. Mohr	20855 N.E. 16th Avenue C-17 Miami, Florida 33179

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Paul A. Koprowski	10031 Pines Boulevard #224 Pembroke Pines, Florida 33024

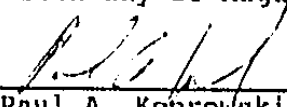
ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX
AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14th day of August, 1996.

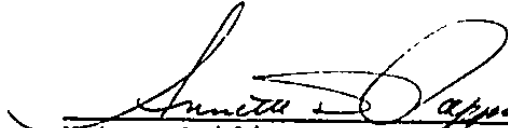


Paul A. Koprowski

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Paul A. Koprowski, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the state and county aforementioned, this 14th day of August, 1996.



Notary Public, State of Florida

My commission expires:



ANNETTE D PAPPAS
My Commission CC436830
Expires Mar. 10, 1999
Bonded by NFNU
800 224-0368

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,

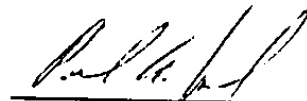
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Section 48.091 and Section 607.034 (3), Florida Statutes, the following is submitted in compliance with said Sections:

Vehicle Remarketing & Liquidation Consultants, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, in the City of Miami, County of Dade, State of Florida, has named Paul A. Koprowski, 10031 Pines Boulevard #224, Pembroke Pines, Florida 33024 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

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



Paul A. Koprowski
Registered Agent

FILED
SECRETARY OF STATE
CORPORATIONS
95 AUG 15 PM 2:07