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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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VALIDATION ONLY

12-3-96

Requestor's Name BR
Address
City State ZIP Phone

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CORPORATION(S) NAME

Automation Finance, Inc.



Empire Toll Free: 1-800-432-3028

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out

Pick Up

DIVISION OF CORPORATION

96 DEC -4 AM 11:07

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AL DEC - 4 1996

CERTIFIED COPY

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Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

ARTICLES OF INCORPORATION

FILED

of

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AUTONATION FINANCE, Inc.
(name of corporation)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

AUTONATION FINANCE, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The 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

The corporation is authorized to issue 2 Million shares (2,000,000) of Dollar(s) (\$.01) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	GARY E. HUNT		
ADDRESS	1741 NE 56th Street, Suite 5		
CITY	Ft. Lauderdale	FLORIDA	FL ZIP 33334

The principal office, if known, or the mailing address of the corporation is:

NAME	GARY E. HUNT AUTONATION FINANCE, INC.		
ADDRESS	1741 NE 56th Street, Suite 5		
CITY	Ft. Lauderdale	FLORIDA	FL ZIP 33334

ARTICLE VI - INITIAL BOARD OF DIRECTORS

DNE

This corporation shall have ~~seven~~ (7) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Gary E. Hunt		
ADDRESS	1741 NE 56th Street, Suite 5		
CITY	STATE	ZIP	
	FL	33334	
NAME			
ADDRESS			
CITY	STATE	ZIP	
NAME			
ADDRESS			
CITY	STATE	ZIP	

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Gary E. Hunt		
ADDRESS	1741 NE 56th Street, Suite 5		
CITY	STATE	ZIP	
	FL	33334	
NAME			
ADDRESS			
CITY	STATE	ZIP	
NAME			
ADDRESS			
CITY	STATE	ZIP	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 3 day of December, 1996

Gary E. Hunt (Seal)
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

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CERTIFICATE OF REGISTERED AGENT
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUTOMATION FINANCE, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 1741 NE 56th Street, Suite 5
 Ft. Lauderdale, FL 33334

has named GARY E. HUNT

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Gary E. Hunt
(registered agent)