

P97000005368

December 24, 1996

Corporate Records Bureau
Division of Corporations
Department of State
PO Box 6327
Tallahassee, FL 32301

Re: Nationwide Auto Fleet & Leasing, Inc.

Dear Sirs:

Enclosed please find an original and two copies of the Articles of Incorporation for the above captioned Corporation. I am enclosing my check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$35.50
Certified Copy of Articles of Incorporation	52.00
Designation of Resident Agent	35.00

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-12/31/96--01059--003
***122.50 ***122.50

Also enclosed herein is a Certificate designating Place of Business and Agent. Please return a certified copy of the Articles of Incorporation at your earliest opportunity.

Thank you for your cooperation in this matter.


Richard Loehr

Jerome L. Rosen
CERTIFIED PUBLIC ACCOUNTANT

4505 N.W. 31st Avenue, Ft. Lauderdale, FL 33309

EFFECTIVE DATE
12-24-96

~~1177-259~~
~~509~~
FILED
96 DEC 31 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 6, 1997

JEROME L. ROSEN, CPA
4505 NW 31ST AVENUE
FORT LAUDERDALE, FL 33309

SUBJECT: NATIONWIDE AUTO FLEET & LEASING, INC.
Ref. Number: W97000000259

We have received your document for NATIONWIDE AUTO FLEET & LEASING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 797A00000463

ARTICLES OF INCORPORATION
OF

ARTICLE I - NAME

The name of this corporation is Nationwide Auto Fleet & Leasing, Inc.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual and shall commence upon the signing and acknowledging of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of One Dollar (\$1.00) par value common stock. All stock of the corporation shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as added by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property, other than stock or securities, in lieu of cash, or services, at a just valuation to be determined by the Board of Directors of this corporation.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

FILED
96 DEC 31 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

12-24-96

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2175 State Road 84, Ft. Lauderdale, FL 33312. and the name of the initial registered agent of this corporation is Richard Loehr.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is: Richard Loehr, 2175 State Road 84, Ft. Lauderdale, FL 33312.

ARTICLE VIII - CORPORATE MAILING ADDRESS

The principal mailing address of the corporation is:
2175 State Road 84, Ft. Lauderdale, FL 33312.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is: Richard Loehr, 2175 State Road 84, Ft. Lauderdale, FL 33312.

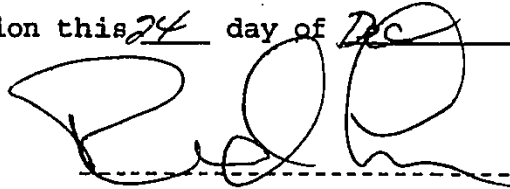
ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - 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.

In WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this 24 day of Dec 1996.


Richard Loehr

STATE OF FLORIDA

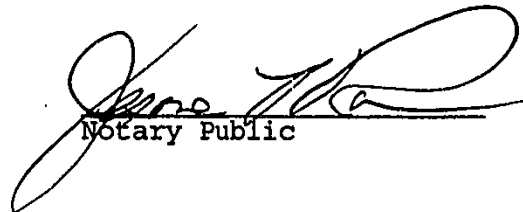
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this
24 day of Dec 1996, who is personally known to me or who
has produced _____ as identification and who did not
take an oath.

My Commission Expires:



JEROME L. ROSEN
MY COMMISSION # CC317519 EXPIRES
September 14, 1997
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

FILED

96 DEC 31 PM 12:48

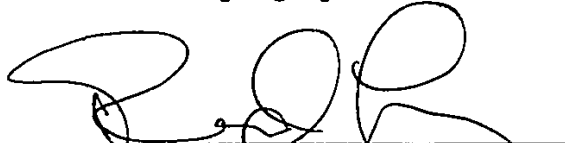
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091 of the Florida Statutes,
following is submitted in compliance with said act:

FIRST: That Nationwide Auto Fleet & Leasing, Inc. a corporation,
desiring to organize under the laws of the State of Florida with
its registered office, as indicated in the Articles of
Incorporation in the City of Ft. Lauderdale, FL, County of
Broward, State of Florida, has named Richard Loehr who is located
at 2175 State Road 84, Ft. Lauderdale, FL 33312 as its Registered
Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-
stated 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 Act relative to keeping open said office.



Richard Loehr