P97000009213



ACCOUNT NO. : 072100000032

REFERENCE: 229252 93352A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pyrito

400002066614--1

ORDER DATE: January 21, 1997

ORDER TIME : 9:37 AM

ORDER NO. : 229252-005

CUSTOMER NO: 93352A

CUSTOMER: Ms. Marti Gammon LAWRENCE N. NATINSKY, ESQ

Suite 1203

1390 S. Dixie Highway Coral Gables, FL 33146

DOMESTIC FILING

NAME: THREE BROTHERS AUTO II, INC.

T JAN 23 AH II: 5

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: Karen B. Rozar

EXAMINER'S INITIALS:

W97-1822 KR 1.24 1.30.97



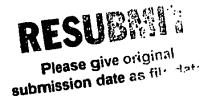
FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 24, 1997

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301-2607

SUBJECT: THREE BROTHERS AUTO II, INC.

Ref. Number: W97000001822



We have received your document for THREE BROTHERS AUTO II, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 797A00003739

January 27, 1997

Florida Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

RE: Three Brothers Auto II, Inc.

To Whom It May Concern:

As President of Three Brothers Auto, Inc., I am writing to approve the use of the name **Three Brothers Auto II, Inc.** for a new Florida corporation. I will be President of both Three Brothers Auto, Inc. and Three Brothers Auto II, Inc. Should you require any additional information, please call me at 305/444-9408.

Sincerely,

THREE BROTHERS AUTO, INC.

By: Land Scotto, President

STATE OF FLORIDA COUNTY OF DADE

The foregoing was acknowledged before me this 29 day of January, 1997 by Thomas Scotto, as President and on behalf of Three Brothers Auto, Inc. He is personally known to me or produced as identification and did take an oath.

My commission expires:

OFFICIAL NOTARY SEAL LAWRENCE NATINSKY NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC192336 COMMISSION EXP. AUG. 29,1999 ARTICLES OF INCORPORATION
OF

97 FILED

SEC: AN 23 AN II: 51

TALLAGASSEE, FLORIDA

THREE BROTHERS AUTO II, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THREE BROTHERS AUTO II, INC.

The address of the principal office of this corporation shall be 3031 Southwest 38th Court, Miami, Florida 33146, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

> Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on January 23, 1997.

CORPORATION SERVICE COMPANY

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Seed Shelby

Its Agent, Gail Shelby

GMC/kbr

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