



THE UNITED STATES
CORPORATION
COMPANY

P970000 20349

ACCOUNT NO. : 072100000032

REFERENCE : 281454 97096A

AUTHORIZATION : Patricia Pzyto

COST LIMIT : \$ 70.00

ORDER DATE : March 4, 1997

ORDER TIME : 9:42 AM

ORDER NO. : 281454-005

600002105326--3

CUSTOMER NO: 97096A

CUSTOMER: Mr. Scott Lutwak
MR. SCOTT LUTWAK, CPA

Suite 208
1191 East Newport Center Drive
Deerfield Beach, FL 33442

DOMESTIC FILING

NAME: DELMAR AUTO SALES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

M.R.

MAR - 5 1997

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 MAR - 5 PM 2:50

FILED

RECEIVED
95 MAR - 5 AM 11:33

ARTICLES OF INCORPORATION
OF
DELMAR AUTO SALES, INC.

FILED
97 MAR -5 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

DELMAR AUTO SALES, INC.

The address of the principal office of this corporation shall be 4164 Inverrary Drive, Lauderhill, Florida 33319, 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 100 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 1191 East Newport Center Drive, Suite 208, Deerfield, Florida 33442, and the name of the initial registered agent of the corporation at that address is Scott H. Lutwak.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Norman Lutwak
Dir.

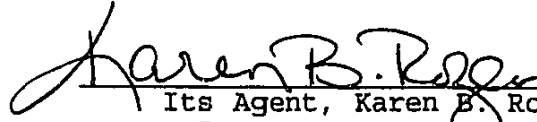
4164 Inverrary Drive,
Lauderhill, Florida 33319

ARTICLE VII. INCORPORATOR

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

Corporation Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these
Articles of Incorporation on March 5, 1997.



Its Agent, Karen B. Rozar
Incorporator

TFR/CHRISTOPHER SMITH

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

I, SCOTT LOTWAK, an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

DELMAR AUTO SALES, INC.

is familiar with and accepts the obligations of the Florida Statutes.

BY: _____

SCOTT LOTWAK

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 MAR -5 PM 2:50

FILED