

P97000028370

Foreman & Parker CPA, P.A.

Requestor's Name

P.O. Box 14-1156

Address

Coal Gable, FL 33114-1159

City/State/Zip

Phone #

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\*\*\*\*122.50 \*\*\*\*122.50

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
97 APR 25 PM 12:37

*[Handwritten signature]*

ARTICLES OF INCORPORATION

OF

AMORE AUTO FINANCE COMPANY

FILED  
97 MAR 26 PM 12:30  
TALLAHASSEE, FLORIDA

ARTICLE I.

The name of this Corporation is:

AMORE AUTO FINANCE COMPANY

ARTICLE II.

This Corporation shall exist in perpetuity commencing April 1st, 1997.

ARTICLE III.

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

This Corporation is authorized to issue 7,500 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V.

SECTION I.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

SECTION II.: VOTING RIGHTS

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI.

PREEMPTIVE 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 pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VII.

The street address of the principal place of business of this Corporation is:

1501 S.W. Lejeune Road  
Coral Gables, Florida 33134

and the name and address of the initial registered office and agent of this Corporation is:

TERRY J. FORMAN  
1521 S.W. LeJeune Road  
Coral Gables, Florida 33134

#### ARTICLE VIII.

This Corporation shall have two (2) 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 Directors of this Corporation are:

DIRECTOR	Cynthia Hernandez 9801 S.W. 131st Street Miami, Florida 33176
DIRECTOR	Eugenio Hernandez 9801 S.W. 131st Street Miami, Florida 33176

#### ARTICLE IX.

The names and addresses of the initial officers of this corporation shall be as follows:

PRESIDENT	Cynthia Hernandez 9801 S.W. 131st Street Miami, Florida 33176
SECRETARY	Eugenio Hernandez 9801 S.W. 131st Street Miami, Florida 33176

ARTICLE X.

The name and address of the incorporator who is signing these Articles of Incorporation is:

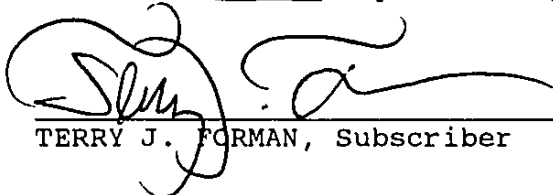
TERRY J. FORMAN  
1521 S.W. LeJeune Road  
Coral Gables, Florida 33134

ARTICLE XI.

AMENDMENT:

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

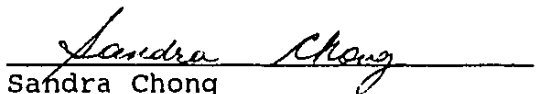
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of March, 1997.

  
TERRY J. FORMAN, Subscriber

STATE OF FLORIDA     }  
COUNTY OF DADE     }

BEFORE ME, the undersigned authority, personally appeared Terry J. Forman, who is personally known to me, and who being first duly sworn deposes and states on oath that he executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 21st day of March, 1997, in the County and State aforesaid.

  
Sandra Chong  
Notary Public, State of Florida  
at Large  
Commission # 84NDRA CHONG  
Expiration Date: Expires Mar. 20, 1998  
60357577  
Notary Public, State of Florida

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

In compliance with Section 48.091 and 607.0501(3), Florida Statutes, the following is submitted:

First that AMORE AUTO FINANCE COMPANY desiring to organize or qualify under the laws of the state of Florida, with its principal place of business at 1501 S.W. Lejeune Road, Coral Gables, Florida 33134, has named TERRY J. FORMAN, whose address is 1521 S.W. LeJeune Road, Coral Gables, Florida 33134, as its agent to accept service of process within Florida.

DATED: March 21, 1997

BY: Terry J. Forman  
Terry J. Forman, Subscriber

Having been named to accept service of process for AMORE AUTO FINANCE COMPANY at the place designated in this certificate, I hereby agree to act in this capacity, and I am familiar with and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: March 21, 1997

BY: Terry J. Forman  
Terry J. Forman

STATE OF FLORIDA       }  
COUNTY OF DADE       }

BEFORE ME, the undersigned authority, personally appeared Terry J. Forman, who is personally known to me, who being first duly sworn deposes and states on oath that he executed the foregoing instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 21st day of March, 1997, in the County and State aforesaid.

Sandra Chong  
Sandra Chong  
Notary Public, State of Florida  
at Large  
Commission # SANDRA CHONG  
Expiration Date Notary Public, State of Florida  
My Comm. Expires Mar 20, 1998  
No. CC 357577  
Bonded Thru Official Notary Seal