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PERRY DOUGLAS WEST
ATTORNEY AND COUNSELLOR AT LAW

POST OFFICE BOX 1656
COCOA, FLORIDA 32923
TELEPHONE (407) 636-5804
TELECOPIER (407) 632-7532

1270 ORANGE AVENUE
SUITE A
WINTER PARK, FLORIDA 32789
TELEPHONE (407) 647-5552
TELECOPIER (407) 647-5766

REPLY TO

March 27, 1997

Cocoa

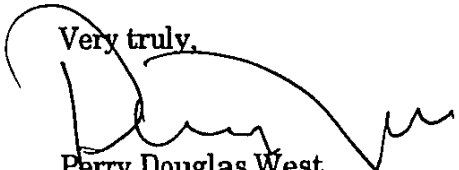
Secretary of State
Corporations Division
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir:

Enclosed please find for filing, Articles of Incorporation for NTA Auto Brokers, Inc. Please file same and return file stamped copy to this office at your earliest convenience.

Thank you for your consideration in this matter.

Very truly,


Perry Douglas West

PDW:bl
enclosure

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

NTA Auto Brokers, Inc.

FILED

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SECRET
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:

NTA Auto Brokers, Inc.

The address of the principal office of this corporation shall be 6650 N. Atlantic Avenue, Cape Canaveral, Florida 32920 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 or 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 100,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV
REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 6650 N. Atlantic Avenue, Cape Canaveral, Florida 32920 and the name of the initial registered agent of the corporation at that address is Perry West.

ARTICLE V
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
INCORPORATOR

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

Perry West 6650 N. Atlantic Avenue, Cape Canaveral, Florida 32920

ARTICLE VII
DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business 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 from one to five directors. The name and address of the initial director is Jack Staliga, 6650 N. Atlantic Avenue, Cape Canaveral, Florida 32920

IN WITNESS WHEREOF, the undersigned incorporator has set his hand and seal on this 29th day of March, 1997.

The undersigned also as Registered Agent is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Perry West
Incorporator and Registered Agent