

P97000031439

J.V.C. ACCOUNTING, INC.

10028 S.W. 16TH STREET
PEMBROKE PINES, FLORIDA 33025

Tel. (954) 436-7542 Fax (954) 433-9895

Beepers (954) 390-2390 (305) 540-5464

FILED
61 APR -7 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 6, 1997

DEPARTMENT OF STATE
Div. of Corporations
409 Gaines Street
Tallahassee, Fl. 32399
Attn: Annette Hogan

300002143653--7
-04/15/97-01061--011
****122.50 ****122.50

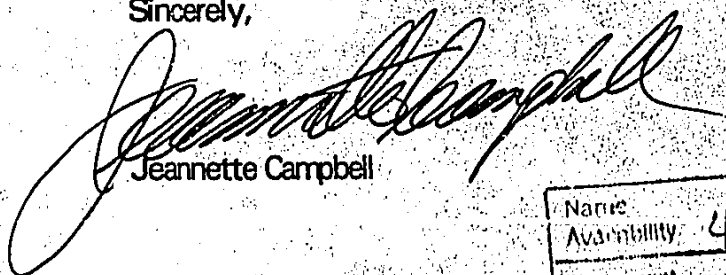
Dear Annette:

Enclosed please find 2 copies of the articles of Incorporation for Elite Auto Finance, Inc.
and a check for \$122.50 for the fee for the corporation.

Please mail corporate papers to the above address and please mail them
Fed Exp. JVC Accounting, Inc. A/C 1687-6669-6

I thank you for all your help.

Sincerely,



Jeannette Campbell

Name	4	8	97
Availability			
Document Examiner	DON		
Updater	DON		
Update Verifier	DON		
Acknowledgement	DON		
W.P. Verifier	DON		

C. TAX	
FILING	70
R. AGENT FEE	
C. COPY	52.50
TOTAL	122.50
N. BANK	
BALANCE DUE	
REFUND	

**ARTICLES OF INCORPORATION
OF
ELITE AUTO FINANCE, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Elite Auto Finance, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5201 N. W. 27th Avenue
Miami, Florida 33142

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 SHARES - PAR VALUE \$ 1.00 PER SHARE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of this initial registered agent is:

Elwaleed Ahmed
5201 N. W. 27th Avenue
Miami, Florida 33142

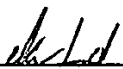
ARTICLE V INCORPORATOR

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

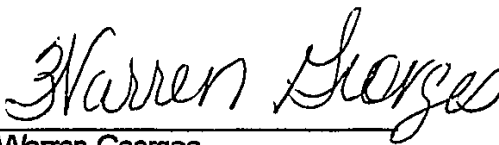
Elwaleed Ahmed
President
5201 N. W. 27th Avenue
Miami, Florida 33142

Warren Georges
Vice President
5201 N. W. 27th Avenue
Miami, Florida 33142

The undersigned have executed these Articles of Incorporation this
4th day of April 1997.



Elwaleed Ahmed
President



Warren Georges
Vice President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Elite Auto Finance, Inc.

2. The name and address of the registered agent and office is:

Elwaleed Ahmed
5201 N. W. 27th Avenue
Miami, Florida 33142

Signature 
Elwaleed Ahmed

Title President

Date April 4, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature 
Elwaleed Ahmed

Date April 4, 1997