

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-0070  
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302  
 TOLL FREE No. 1 800 342 8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Master No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fed \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

*397A-18099*

*7/10*

REQUEST TAKEN CONFIRMED APPROVED

DATE *4-9-97* \_\_\_\_\_

TIME *9:24* \_\_\_\_\_

BY *DK* \_\_\_\_\_

WALK-IN  
 Will Pick Up \_\_\_\_\_

61  
 HE: *Miami Pre-Duned  
 Auto Outlet, Inc*

Capital Exp. Fund™  
 Art. of Amend. Fla.  
 Corp. Records Search  
 Cert. of Incorporation  
 Foreign Corp. Fild.  
 (Last Copy(s) *Photo*)

Art. of Amend. Fla.  
 Dissolution/Withdrawal  
 C U S.  
 Fictitious Name Fla.

Name Reservations  
 Annual Report/Notestatement  
 Reg. Agent Services  
 Document Filing

Corporate Kit \*\*\*\*\*70.00 \*\*\*\*\*70.00  
 Vehicle Search  
 Dividing Record  
 Document Retrieval

Ucc I or J Fild.  
 Ucc II Search  
 Ucc II Retrieval  
 \_\_\_\_\_ Fild. No.'s. \_\_\_\_\_ Copies  
 Corporate Services  
 Shipping/Handling  
 Phone ( ) \_\_\_\_\_  
 Top Priority \_\_\_\_\_  
 Express Mail Prep. \_\_\_\_\_  
 FAX ( ) \_\_\_\_\_ hrs.

SUBTOTALS \_\_\_\_\_

Fee..... \$

DISCOUNT..... \$

SUBTOTAL.....

TAX on corporate supplies.....

SUBTOTAL.....

PAYABLE.....

BALANCE DUE.....

**RECEIVED**  
 97 APR 10 AM 10:06

Please remit invoice number with payment  
 terms: NET 30 days from invoice date  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum

THANK YOU  
 from  
 Your Capital Counsel

97 APR 10 AM 11:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
MIAMI PRE-OWNED AUTO OUTLET, INC.

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

ARTICLE I: NAME

The name of the corporation shall be:  
MIAMI PRE-OWNED AUTO OUTLET, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 2170 N.W. 27<sup>TH</sup> Avenue, Miami, Florida 33142.

ARTICLE III: CAPITAL

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Carlos Careaga, 2170 N.W. 27<sup>TH</sup> Avenue, Miami, Florida 33142.

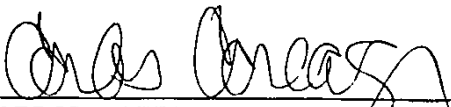
ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Carlos Careaga, 2170 N.W. 27<sup>TH</sup> Avenue, Miami, Florida 33142.

ARTICLE VI: DIRECTOR

The name and address of the director of the corporation is Carlos Careaga, 2170 N.W. 27<sup>TH</sup> Avenue, Miami, Florida 33142.

The undersigned has executed these Articles of Incorporation this 25 day of March, 1997.

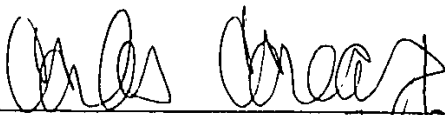
  
\_\_\_\_\_  
CARLOS CAREAGA, Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned 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 MIAMI PRE-OWNED AUTO OUTLET, INC.
2. The name and street address of the registered agent and office is: MIAMI PRE-OWNED AUTO OUTLET, INC. 2170 N.W. 27<sup>TH</sup> Avenue, Miami, FL 33142.

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 APPOINTED 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.

  
\_\_\_\_\_  
CARLOS CAREAGA, Registered Agent

APR 10 AM 11:38