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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

American Auto Alliance, Inc.

Empire Toll Free: 1-800-432-3028

RECEIVED
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DIVISION OF CORPORATION

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
	<input type="checkbox"/> After 4:30	<input type="checkbox"/> Mail Out

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CR2E031 (R8-85)

K.R. JUN - 5 1997

ARTICLES OF INCORPORATION

of

AMERICAN Auto ALLIANCE, INC.

(name of corporation)

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TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

AMERICAN Auto ALLIANCE, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED shares (100) of NO Dollar(s) (\$ 0) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>VINCENT DAMIANI JR.</u>		
ADDRESS	<u>2060 N.W. 34 AVENUE</u>		
CITY	<u>FORT LAUDERDALE</u>	FLORIDA	ZIP <u>33066</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>AMERICAN Auto ALLIANCE, INC.</u>		
ADDRESS	<u>2060 N.W. 34 AVENUE</u>		
CITY	<u>COCONUT CREEK</u>	FLORIDA	ZIP <u>33066</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have THREE (3) 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 director(s) of the corporation are as follows:

NAME	<u>Anthony Viola Jr.</u>		
ADDRESS	<u>2060 N.W. 34 AVENUE</u>		
CITY	<u>COCONUT CREEK</u>	STATE	<u>FLORIDA</u> ZIP <u>33066</u>
NAME	<u>ERNEST E. HUSTON</u>		
ADDRESS	<u>5200 N. FEDERAL Highway #2</u>		
CITY	<u>FORT LAUDERDALE</u>	STATE	<u>FLORIDA</u> ZIP <u>33308</u>
NAME	<u>VINCENT DAMIANI JR.</u>		
ADDRESS	<u>2060 N.W. 34 AVENUE</u>		
CITY	<u>COCONUT CREEK</u>	STATE	<u>FLORIDA</u> ZIP <u>33066</u>

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>Anthony Viola Jr.</u>		
ADDRESS	<u>2060 N.W. 34 AVENUE</u>		
CITY	<u>COCONUT CREEK</u>	STATE	<u>FLORIDA</u> ZIP <u>33066</u>
NAME	<u>ERNEST E. HUSTON</u>		
ADDRESS	<u>5200 N. FEDERAL Highway #2</u>		
CITY	<u>FORT LAUDERDALE</u>	STATE	<u>FLORIDA</u> ZIP <u>33308</u>
NAME	<u>VINCENT DAMIANI JR.</u>		
ADDRESS	<u>2060 N.W. 34 AVENUE</u>		
CITY	<u>COCONUT CREEK</u>	STATE	<u>FLORIDA</u> ZIP <u>33066</u>

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 3 day of JUNE, 1997

A. Viola Jr. (Seal)
Ernest E. Huston (Seal)
Vince Damiani Jr. (Seal)

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMERICAN AUTO ALLIANCE, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 2060 N.W. 34 AVENUE
COCONUT CREEK, FLORIDA 33066

has named VINCENT DAMIANI, JR.

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Vincent Damiani Jr.
(registered agent)