

Law Office
ALICE E. BROWN, P.A.
2 East Camino Real
Suite 211E
Boca Raton, Florida 33432

Telephone 561-367-8385
Fax 561-392-6697

May 9, 1997

P97000052646

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

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-05/12/97 01078--007
*****10.00 *****10.00

Quote
RE: Auto ~~Needs~~, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named entity, together with a check in the amount of \$70.00.

This represents the cost of the Filing Fees and the fee for Registered Agent Designation for the above named entity.

I appreciate your cooperation in this matter. If I can provide any additional information or be of any further assistance, please do not hesitate to contact me at the above address.

Sincerely,

Alice E. Brown

Alice E. Brown

Enclosures

1197-11395
DMC
5/16/97

DMC
6/13/97

97 JUN 13 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 16, 1997

ALICE E. BROWN, P.A.
2 EAST CAMINO REAL
SUITE 211E
BOCA RATON, FL 33432

SUBJECT: AUTO NEEDS, INC.
Ref. Number: W97000011395

We have received your document for **AUTO NEEDS, INC.** and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 397A00026358

Law Office
ALICE E. BROWN, P.A.
2 East Camino Real
Suite 211E
Boca Raton, Florida 33432

Telephone 561-367-8385
Fax 561-392-6697

June 2, 1997

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

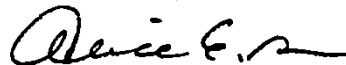
RE: Auto Quota, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation. I am also enclosing a copy of your letter of May 16, 1997.

I appreciate your cooperation in this matter. If I can provide any additional information or be of any further assistance, please do not hesitate to contact me at the above address.

Sincerely,



Alice E. Brown

Enclosures

ARTICLES OF INCORPORATION

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:

Auto Quota, Inc.

ARTICLE II PRINCIPAL OFFICE

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

**2840 NE 45th Street
Lighthouse Point, FL 33064**

ARTICLE III SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is five hundred (500) shares of common stock, of One Dollar (\$1.00) par value. The ownership of said shares of stock is as follows: Brian Murphy - 50% and Paul Gerra - 50%.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Brian Murphy
2840 NE 45th Street
Lighthouse Point, FL 33064**

ARTICLE V INCORPORATORS

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

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97 JUN 13 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Brian Murphy
2840 NE 45th Street
Lighthouse Point, FL 33064

**ARTICLE VI
DIRECTORS**

The Corporation shall have two (2) directors. The number of directors may be either increased or decreased from time to time, as provided in the Bylaws of the Corporation. The names and addresses of the directors of the corporation are:

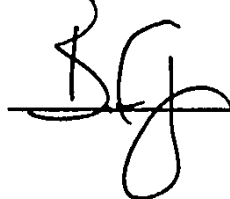
President: Paul Garra
5907 NW 73rd Court
Parkland, Florida

Vice-President &
Secretary/Treasurer: Brian Murphy
2840 NE 45th Street
Lighthouse Point, FL 33064

**ARTICLE VII
AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation to any amendment hereto, and any rights conferred upon the stockholders are subject to this reservation.

The undersigned incorporators have executed these Articles of Incorporation this 4th day of JUNE, 1997.



Brian Murphy

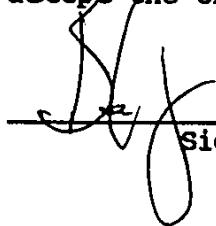
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISION 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.

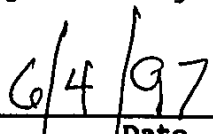
1. The name of the corporation is: **Auto Quota, Inc.**
2. The name and address of the registered agent and office is:

**Brian Murphy
2840 NE 45th Street
Lighthouse Point, FL 33064**

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



Date