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FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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FAX #: (305)358-7832

NAME: AUTO-FINDERS INTERNATIONAL, INC.
AUDIT NUMBER.....H97000011868
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 22, 1997

ACE INDUSTRIES, INC.

SUBJECT: AUTO-FINDERS INTERNATIONAL, INC.
REF: W97000016824

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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Becky McKnight
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H97-11868

ARTICLES OF INCORPORATION

Article 1: Name of Corporation AUTO-FINDERS INTERNATIONAL OF JACKSONVILLE, INC.
Address of Corporation 6501 ARLINGTON EXPRESSWAY SUITE A-177
JACKSONVILLE, FLORIDA 32211

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 300, with a par value of \$1.00. (PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT
and J. CARL PAIR
REGISTERED OFFICE: 6501 ARLINGTON EXPRESSWAY
SUITE A-177 JACKSONVILLE, FLORIDA 32211

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

J. Carl Pair 7/14/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, sec/treasurer
(Pres.) 1. J. CARL PAIR 4625 HARTMAN ROAD, JACKSONVILLE, FL 32225
(V.P.) 2. PAUL DAVIS 1265 CYPRESS ROAD, ST. AUGUSTINE, FL 32086
(S.Tr) 3. JACK WOODS 8700 SOUTHSIDE BLVD., JACKSONVILLE, FL 32256

Article 5: The Name and Address of the INCORPORATOR is:

J. CARL PAIR
6501 ARLINGTON EXPRESSWAY SUITE A-177
JACKSONVILLE, FLORIDA 32211

In witness whereof I have subscribed my name J. Carl Pair
Signature of Incorporator

J. CARL PAIR

H97-11868
Prepared by:

ACE INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-388-2571

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