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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904)385-6735
(904)561-1025

FAX #:

NAME: DEALERS AUTO CENTER OF ORLANDO, INC. AUDIT NUMBER.....H97000017890 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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**ARTICLES OF INCORPORATION
OF
Dealers Auto Center of Orlando, Inc.**

The undersigned, being a natural person, acting as incorporator for the purpose of establishing a corporation under the provisions and subject to the requirements of the laws of the State of Florida, particularly Chapters 607, Florida General Corporation Act, and the acts amendatory thereof and supplemental thereto, does hereby adopt and make the following Articles of Incorporation and does hereby certify that:

**ARTICLE I
NAME**

The name of the corporation is Dealers Auto Center of Orlando, Inc., a Florida corporation.

**ARTICLE II
PURPOSE**

The general nature of the business or businesses to be transacted by the Corporation, which shall include the authority of the United States any and all business or activity permitted under the laws of the United States or in the State of Florida for which corporations may be incorporated under Chapter 607, Florida Statutes, and supplemented, is as follows:

- (a) activities relating to automobiles;
- (b) To invest its funds in real estate, mortgages, stocks, bonds, and any other type of investments permitted by law.
- (c) To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

POWERS

The Corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapters 607, Florida Statutes, as amended and supplemented.

Eric C. Christu, Esq., FL Bar No. 434647
4800 N. Federal Highway, Suite 200E
Boca Raton, FL 33431
561-368-8800

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ARTICLE III
AUTHORIZED STOCK

The amount of the authorized capital stock of the Corporation is Six Hundred (\$600.00) Dollars. The maximum number of shares of stock which the Corporation is authorized to have is Six Hundred shares. All such shares are of one class and are designated as common stock.

Shares of the Corporation's stock and certificates shall be issued only to lawyers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation.

ARTICLE IV
EFFECTIVE DATE

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation.

ARTICLE V
DURATION

The Corporation is to have perpetual existence unless dissolved according to law.

ARTICLE VI
ADDRESS

The address, including initial street address, of principal office of the corporation is:

3111 N. Ocean Drive
Hollywood, Florida

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial director of this Corporation is:

Name	Address
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Harold Lavine	
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3111 N. Ocean Drive Hollywood, FL

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**ARTICLE VIII
INCORPORATOR**

The name and address of the person subscribing to these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Harold Lavine	3111 N. Ocean Drive Hollywood, FL

**ARTICLE IX
SEVERANCE AND TERMINATION OF EMPLOYMENT**

If any officer, director, stockholder, agent, or employee of this Corporation becomes legally disqualified to render the professional services for which the Corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the Corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the Corporation on account of professional services. The Corporation shall forthwith, upon such disqualification of any shareholder, purchase said shareholder's shares and pay him all amounts owing and lawfully due to him by the Corporation, except that such shares shall not be entitled to dividends.

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XI
DESIGNATION OF REGISTERED OFFICE AND AGENT
AND ACCEPTANCE OF APPOINTMENT**

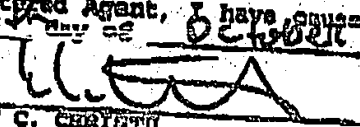
The street address of the initial registered office of this Corporation is 4800 North Federal Highway, Suite 200E, Boca Raton, FL 33431 and the name of the initial registered agent of this Corporation at that address is Eric C. Christu.

I hereby accept this appointment if, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that I may be

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found as registered agent for service of process upon said proposed corporation at the address set forth above.

IN WITNESS WHEREOF, as said Registered Agent, I have caused this statement to be signed on this 24 day of October, 1997.


ERIC C. CHRISTY
REGISTERED AGENT

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 24 day of October, 1997.


HAROLD LEVINE
INCORPORATOR

STATE OF FLORIDA
COUNTY OF PALM BEACH

SWORN TO, SUBSCRIBED AND ACKNOWLEDGED before me this 24 day of October, 1997, by Harold Levine, who is personally known to me, ~~as the~~ as ~~has produced~~ as identification, and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed said instrument for the purposes therein stated.


NOTARY PUBLIC

Print Name:

Commission No.:

My Commission expires

ROBERT E. GREENBAUM

COMMISSION # CC 523434

NOTARY PUBLIC, FLORIDA

COMMISSION

MYRING BUSINESS CO., INC.

97 OCT 28 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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