ACCOUNT NO. : 072100000032

REFERENCE: 588266 8814A

AUTHORIZATION -:

CORPORATION

ORDER DATE: November 4, 1997

ORDER TIME : 9:48 AM

ORDER NO. : 588266-005

CUSTOMER NO:

8814A

CUSTOMER: Ms. Pam M. Jones

FUCHS & JONES

590 Royal Palm Beach Boulevard

Royal Palm Bch, FL 33411

DOMESTIC FILING

NAME:

SUNSET AUTO SALES, INC.

500002340805--2

EFFECTIVE DATE:

XX __ ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

__ PLAIN STAMPED COPY

__ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION 97 NOV -6 PM 4:08

OF TALLAHASSEE.FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SUNSET AUTO SALES, INC.

The address of the principal office of this corporation shall be 10531 Bonita Drive, Bonita, Florida 34135, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 590 Royal Palm Beach Boulevard, Royal Palm Beach, Florida 33411 and the name of the initial registered agent of the corporation at that address is L. Fuchs.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Gant W. Grismer Dir.

Richard A. Ball Dir.

10531 Bonita Drive Bonita, Florida 34135

12303 London Derry Lane Bonita, Florida 34135

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Gant W. Grismer Pres.

Richard A. Ball V.Pres.

10531 Bonita Drive, Bonita, Florida 34135

12303 London Derry Lane Bonita, Florida 34135

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on November 4, 1997.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rezar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

L. FUCHS , an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

SUNSET AUTO SALES, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

or from the

97 HOV -6 PM 4: 08