

P97000098919

November 5, 1997

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FLORIDA 32314

Dear Mr. Secretary:

Enclosed, please find the original and one (1) copy of the ARTICLES OF INCORPORATION for filing with the Secretary of State with regard to Incorporating my business:

AUTOMOTIVE PROFESSIONALS, INC.
4361 OKEECHOBEE BLVD #43
WEST PALM BEACH, FLORIDA 33409

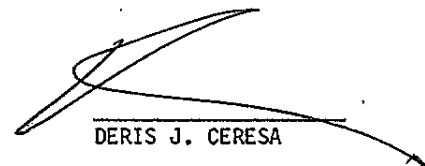
Enclosed is my check payable to the Florida Department of Revenue in the sum of \$70.00 representing the Filing Fee for this service.

Please Forward an executed copy of the filed Articles of Incorporation to the following address:

MR. DERIS J. CERESA
7004 Galleon Cove Circle
Palm Beach Gardens, Florida 33418

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-11/10/97--01135--007
*****70.00 *****70.00

Very truly yours,


DERIS J. CERESA

Deris Ceresa GAVE
AUTHORIZATION BY PHONE TO
CORRECT *corp name* - *add of Palm Beach*
DATE *11.20.97* - *change principle*
DOC: EXAM *25* - *corp address*
2275 Palm Beach Lakes Blvd
Suite 4
West Palm Beach, FL
33401 W97000025726
E 01910

561-310-6844 Phone #
561-844-9160 Fax #

BA
11-20-97

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02557
02544
02550

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 NOV 20 AM 11:56

FILED



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 14, 1997

MR. DERIS J. CERESA
7004 GALLEON COVE CIRCLE
PALM BEACH GARDENS, FL 33418

SUBJECT: AUTOMOTIVE PROFESSIONALS, INC.
Ref. Number: W97000025726

We have received your document for AUTOMOTIVE PROFESSIONALS, 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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 897A00054731

November 18, 1997

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FLORIDA 32314

Dear Mr. Secretary:

Enclosed, please find the original and one (1) copy of the ARTICLES OF INCORPORATION for filing with the Secretary of State with regard to Incorporating my business:

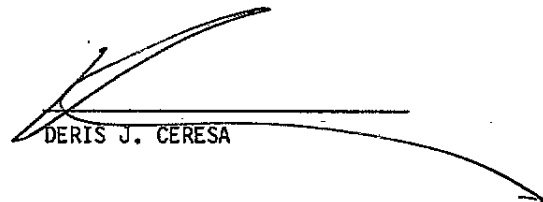
AUTOMOTIVE PROFESSIONALS OF PALM BEACH, INC.
4361 OKEECHOBEE BLVD. #A3
WEST PALM BEACH, FLORIDA 33409

Enclosed is my check, payable to the Florida Department of Revenue, in the sum of \$70.00 representing the filing fee for this service.

Please forward an executed copy of the filed Articles of Incorporation to the following address:

MR. DERIS J. CERESA
7004 Galleon Cove Circle
Palm Beach Gardens, Florida 33418

Very truly yours,



DERIS J. CERESA

ARTICLES OF INCORPORATION
OF
AUTOMOTIVE PROFESSIONALS OF PALM BEACH, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation, under the Florida Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation shall be AUTOMOTIVE PROFESSIONALS OF PALM BEACH, INC.

ARTICLE II

The existence of the Corporation shall commence with the filing of these Articles of Incorporation and shall be perpetual.

ARTICLE III

The Corporation will be engaged in the business of AUTO BROKERAGE, buying, selling new and used Automobiles. and any other related business that is necessary to complete transactions.

ARTICLE IV

The initial Registered Agent of the Corporation will be DERIS J. CERESA, 7004 Galleon Cove Circle, Palm Beach Gardens, Florida 33418.

ARTICLE V

The total number of shares of stock authorized to be issued by the Corporation will be One Hundred Shares (100) of Capital Stock at NO PAR VALUE.

ARTICLE VI

The Corporation will have, initially, no Board of Directors. This may change in the course of the business progression, in accordance with the By-Laws of the Corporation.

ARTICLE VII

The name and address of the Incorporator of these Articles of Incorporation is DERIS J. CERESA, 7004 Galleon Cove Circle, Palm Beach Gardens, Florida 33418.

ARTICLE VIII

The Corporation reserves the right to amend or repeal any provision of these Articles of Incorporation, or any amendment(s) thereto, and any right conferred upon the Stockholders is subject to this reservation.

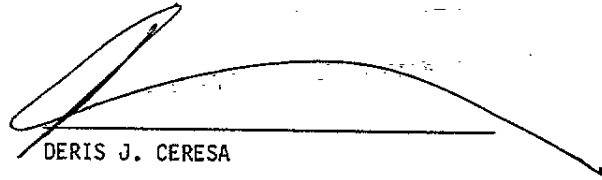
ARTICLE IX

The current working address is 2275 palm Beach Lakes Blvd. Suite 4
This address may be changed from time to time if the President so desires. West Palm Beach, FL 3340

AUTOMOTIVE PROFESSIONALS, INC.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 5th DAY OF NOVEMBER, 1997.

AUTOMOTIVE PROFESSIONALS OF PALM BEACH, INC.

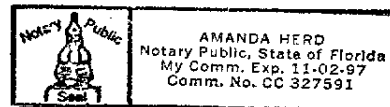

DERIS J. CERESA

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida and County of Palm Beach, personally appeared DERIS J. CERESA, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me, to be the person who executed the same. 11-6-97 AND WHO PROVIDED FLDL AS ID.


NOTARY PUBLIC

My Commission Expires:



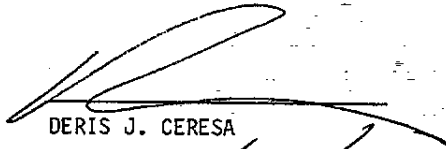
CERTIFICATION OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned incorporator for the 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:

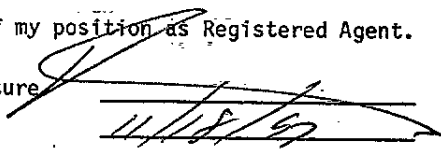
1. The name of the corporation is: AUTOMOTIVE PROFESSIONALS OF PALM BEACH, INC.
2. The name and address of the Registered Agent and office is: DERIS J. CERESA,
7004 Galleon Cove Circle, Palm Beach Gardens, Florida 33418.

Incorporator:


DERIS J. CERESA

Date: 11/18/97

Having been named as Registered Agent and to accept service of process for the above 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 11/18/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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