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November 24, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
The Capitol
Tallahassee, FL 32399

Re: NEW LOOK AUTO OF POMPANO, INC.

600002365646--9
-12/08/97--01101--005
*****70.00 *****70.00

Gentlemen:

Enclosed herewith please find the following:

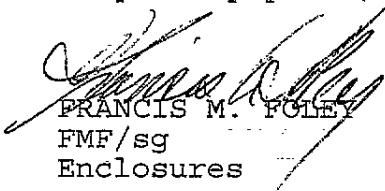
1. The original and one (1) copy of Articles of Incorporation for NEW LOOK AUTO OF POMPANO, INC.

2. My check payable to your order, in the amount of \$70.00, which sum represents the filing fee of \$35.00 and the registered agent designation.

Please issue your certificate incorporating New Look Auto of Pompano, Inc. and forward it together with a conformed copy of the articles to the address shown above.

Your cooperation is appreciated.

Very truly yours,


FRANCIS M. FOLEY
FMF/sg
Enclosures

FILED
97 DEC -8 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 DEC -8 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

NEW LOOK AUTO OF POMPANO, INC.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following articles of incorporation for such corporation:

ARTICLE I.

The name of the corporation is NEW LOOK AUTO OF POMPANO, INC.

ARTICLE II.

The duration of the corporation is perpetual.

ARTICLE III.

The purposes for which the corporation is organized are to transact any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV.

The aggregate number of shares which the corporation shall have the authority to issue shall be 100 shares of common stock at \$1.00 par value.

ARTICLE V.

The address of the corporation's principal office and the corporation's registered office is 631 N.E. 27th Street, Pompano Beach, FL 33064, and the name of the corporation's initial registered agent at such address is 631 N.E. 27th Street, Pompano Beach, FL 33064 is SHELDON SEEHARACK.

ARTICLE VI.

The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as initial director is:

SHELDON SEEHARACK

631 N.E. 27th Street
Pompano Beach, FL 33064

ARTICLE VII.

The name and address of the incorporator is:

SHELDON SEEHARACK

631 N.E. 27th Street
Pompano Beach, FL 33064

IN WITNESS WHEREOF, I have executed these Articles of Incorporation
on the 24th day of November, 1997.

Sheldon Seeharack
SHELDON SEEHARACK, Incorporator

ACCEPTANCE BY REGISTERED AGENT

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

Sheldon Seeharack
SHELDON SEEHARACK

STATE OF FLORIDA)
 ss.
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day personally appeared
SHELDON SEEHARACK who, upon being by me first duly sworn, deposes and
says that he executed the above and foregoing Articles of Incorporation
this day for the purposes expressed therein. He is personally known to
me or produced Florida Driver's License as identification.

SWORN TO AND SUBSCRIBED before me this 24th day of November, 1997.

Sandra K Graue
Notary Public, State of Florida
Print Name: _____
Commission No. _____
My Commission expires: _____



SANDRA K GRAUE
My Commission CC408838
Expires Sep. 23, 1998

FILED
97 DEC -8 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA