Joseph M. Filloy Certified Public Accountant, P.A. New World Tower - Suite 700 100 N. Biscayne Blvd. Miami, FL 33132 City/State/Zip Phone # Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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AMENDMENTS
 Amendment
Resignation of R.A., Officer/Director
 Change of Registered Agent
Dissolution/Withdrawal
 Merger

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Certificate of Status

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	Annual Report	
	Fictitious Name	
	Name Reservation	

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
 Trademark
Other

Examiner's Initials	1,00
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ARTICLES OF INCORPORATION OF

Auto Equity Associates, Inc.



ARTICLE I - NAME

The name of this Corporation is Auto Equity Associates, Inc.

ARTICLE II - PURPOSE

This Corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of one dollar (\$1.00) par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The present street address of the office of this corporation is 2740 Coacoochee Street, Apartment A, Coconut Grove, Florida 33133 The name of the initial Registered Agent of this corporation is Shauna Hill, mailing address is 2740 Coacoochee Street, Apartment A, Coconut Grove, Florida 33133.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may either increase or diminished from time to time by the by-laws, but shall never be less that one (1). The initial director of this corporation is:

ARTICLE VII - INCORPORATOR

The name and address of the person signing this articles is:

Shauna Hill 2740 Coacoochee Street Apartment A Coconut Grove, Florida 33133

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these articles of Incorporation on December 5, 1997

Shauna Hill, Incorporator

STATE OF FLORIDA)

COUNTY OF DADE)

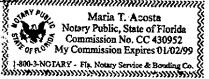
BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Shauna Hill and has produced of the state and county set identification and known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 5 of December 1997.

NOTARY PŮBLIC

STATE OF FLORIDA AT LARGE

My Commission Expires:



WITNESSETH:

That Auto Equity Associates, Inc. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed Shauna Hill as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of Auto Equity Associates, Inc. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 5 of December 1997

Shauna Hill, Registered Agent

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