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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: PAINTED EFFECTS, INC.

AUDIT NUMBER.....H98000002465

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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**ARTICLE OF INCORPORATION  
PAINTED EFFECTS, INC.**

**ARTICLE I - NAME**

The name of the corporation is **PAINTED EFFECTS, INC.**

**ARTICLE II - DURATION**

The date when the corporation's existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, and are subsequently approved by the Secretary of State, and all filing fees and taxes paid, otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved. The Corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

This Corporation is organized for the purpose of engaging in the activity or business of financing automobile leases and or retail installment contracts in addition to any and all related activities or business which may be associated thereto or required thereby.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue ONE HUNDRED shares of \$1.00 Par Value Common Stock.

**ARTICLE V - PREEMPTIVE RIGHTS**

After the initial issue of common stock of this Corporation, every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share of stock of this Corporation, (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

Thomas J. Moore, Esq.  
FBN: 361658  
5450 NW 33rd Avenue  
#102  
Fort Lauderdale, FL 33309  
(954) 735-5557

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**ARTICLE VI**  
**INITIAL REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE**

The name of the initial registered agent and the street address of the initial registered office and the principal office of this Corporation is:

Suzanne F. Veller  
1205 SW 75 Avenue  
North Lauderdale, FL 33068

**ARTICLE VII**  
**FIRST BOARD OF DIRECTORS**

This Corporation's first Board of Directors shall consist of One, (1), Directors. The number of Directors may be either increased or decreased from time to time by the by-laws, but shall never be less than ONE, (1). The name and address of the initial Board of Directors of this Corporation is:

Suzanne F. Veller  
1205 SW 75 Avenue  
North Lauderdale, FL 33068

**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Suzanne F. Veller  
1205 SW 75 Avenue  
North Lauderdale, FL 33068

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4th day of February, 1997.

  
Suzanne F. Veller  
Incorporator

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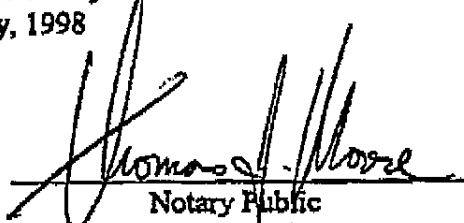
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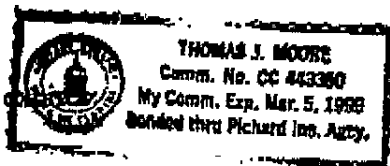
COUNTY OF BROWARD:

**BEFORE ME**, a Notary Public, authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared Suzanne F. Veller, known to personally to me to be to be the person and which was confirmed through the examination of her Florida Drivers License, who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal in the State and County aforesaid, this 4th day of February, 1998

  
Notary Public  
State of Florida

My commission expires



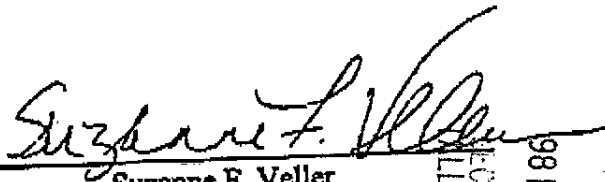
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**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for Painted Effects, Inc., at the place designated in the Articles of Incorporation, Suzanne F. Veller, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: February 4, 1998

  
Suzanne F. Veller

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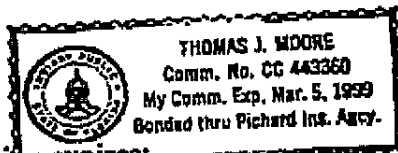
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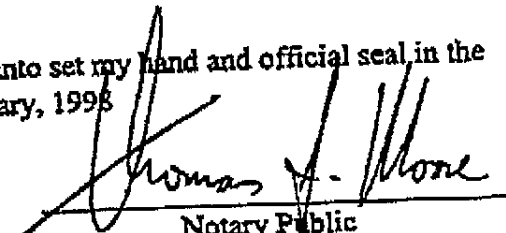
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Notary Public  
State of Florida

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