



Specialists in Funding Retail
Automobile Installment Contracts

P98000021621

Thursday, February 19, 1998

Florida Department of State
Division of Corporations
ATTN: New Filings Section
P.O. Box 6327
Tallahassee, FL 32314

FILED
98 MAR -6 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed please find our Articles of Incorporation, and the filing fee check for the amount of One Hundred Twenty-two Dollars and Fifty Cents (\$122.50).

If we have made an error or if you have a question you may contact me at the number shown hereon.

Your assistance is appreciated.

Sincerely,

FERNANDO G. SAMA
President

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FILE:INCLTRI.QW

FM-3/6/98

W98-4313



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 26, 1998

FERNANDO G. SAMA
AUTOMOTIVE FUNDING ASSOCIATES
1500 UNIVERSITY DR, STE 241
CORAL SPRINGS, FL 33071

SUBJECT: AUTOMOTIVE FUNDING ASSOCIATES, INC.
Ref. Number: W98000004313

We have received your document for AUTOMOTIVE FUNDING ASSOCIATES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

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) 487-6926.

Tracy Augsburg
Document Specialist

Letter Number: 298A00010890

Wednesday, March 4, 1998

Florida Department of State
Division of Corporations
ATTN: Ms. Tracy Augsburger, Document Specialist
New Filings Section
P.O. Box 6327
Tallahassee, FL 32314

Telephone: 850-487-6052

RE: Ref Number W98000004313; Letter Number 298A00010890

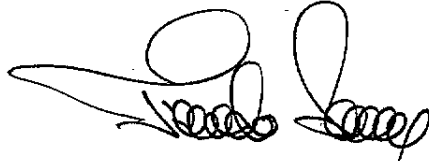
Enclosed are two (2) original signature documents for filing AUTOMOTIVE FUNDING ASSOCIATES INC. The the Articles of Incorporation were remade because since your letter we have changed our address, replaced an initial member of the Board of Directors and replaced an Incorporator. I trust we have not created a problem.

Enclosed you will also find our Articles of Incorporation for BEACON DIRECT MAIL COMPANY INC., and the filing fee check for the amount of One Hundred Twenty-two Dollars and Fifty Cents (\$122.50).

If we have made an error or if you have a question you may contact me at the 954-752-0015 or by fax at 954-752-6276.

Your assistance is greatly appreciated.

Sincerely,

A handwritten signature in black ink, appearing to read 'Fernando G. Sama', with a stylized flourish extending to the left.

FERNANDO G. SAMA
President

**ARTICLES OF INCORPORATION
OF
AUTOMOTIVE FUNDING ASSOCIATES, INC..**

THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

AUTOMOTIVE FUNDING ASSOCIATES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
**10448 ATLANTIC BOULEVARD
CORAL SPRINGS, FLORIDA 33071**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is FOUR (4). The number of Directors may be either increased or decreased from time to time by an amendment of the By-Laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

**FERNANDO G. SAMA
2613 OAKBROOK DRIVE
FORT LAUDERDALE, FLORIDA 33332**

**TEOFILO A. KNIGHT
19140 NORTHWEST 78TH AVENUE
MIAMI, FLORIDA 33015**

**SAMUEL R. MOSCHELLA
7372 PINEWALK DRIVE SOUTH
MARGATE, FLORIDA 33063**

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TALLAHASSEE, FLORIDA

**OSCAR DEL REY
4751 NORTHWEST 58TH AVENUE
CORAL SPRINGS, FLORIDA 33067**

ARTICLE V INCORPORATOR(S)

The names and street addresses of the incorporators to these Articles of Incorporation are:

**FERNANDO G. SAMA
2613 OAKBROOK DRIVE
FORT LAUDERDALE, FLORIDA 33332**

**TEOFILO A. KNIGHT
19140 NORTHWEST 78TH AVENUE
MIAMI, FLORIDA 33015**

**SAMUEL R. MOSCHELLA
7372 PINEWALK DRIVE SOUTH
MARGATE, FLORIDA 33063**

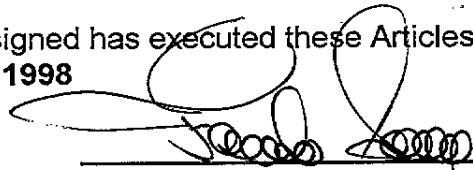
**OSCAR DEL REY
4751 NORTHWEST 58TH AVENUE
CORAL SPRINGS, FLORIDA 33067**

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**FERNANDO G. SAMA
10448 WEST ATLANTIC BOULEVARD
CORAL SPRINGS, FLORIDA 33071**

The undersigned has executed these Articles of Incorporation this date:
MARCH 4, 1998



FERNANDO G. SAMA, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned 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 FUNDING
ASSOCIATES, INC.**

2. The name and address of the registered agent and office is:

**FERNANDO G. SAMA
10448 WEST ATLANTIC BOULEVARD
CORAL SPRINGS, FLORIDA 33071**

SIGNATURE: _____

TITLE: **PRESIDENT**

DATE: **MARCH 4, 1998**

Having been named Registered Agent to accept service of process for the above stated 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.

Registered Agent

**FERNANDO G. SAMA
10448 WEST ATLANTIC BOULEVARD
CORAL SPRINGS, FLORIDA 33071**

March 4, 1998

Date

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TALLAHASSEE, FLORIDA