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200002455712 --01088--009 *****70.00 *****70.00 CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): Pick Up Time Certified Copy Walk In Certificate of Status Mail Out RUSH Certificate of Good Standing Will Wait ARTICLES ONLY Photocopy ALL CHARTER DOCS NEW FILINGS AMENDMENTS Amendment Profit -ECEIVED Resignation of R.A. Officer/Director NonProfit Certificate of FICTITIOUS NAME Change of Registered Agent Limited Liability Domestication Dissolution/Withdrawal FICTITIOUS NAME SEARCH Merger Other CORP SEARCH REGISTRATION/QUALIFICATION OTHER FILINGS Annual Report Foreign Limited Partnership Fictitious Name Reinstatement Name Reservation Trademark Other Ordered By: Date:

ARTICLES OF INCORPORATION OF DEALERS SERVICE GROUP, INC.

The undersigned, acting as incorporate of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I NAME

The name of the Corporation is DEALERS SERVICE GROUP, INC.

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office is 5700 Memorial Highway, Suite 111, Tampa, Florida 33615, and the mailing address of the Corporation is 5700 Memorial Highway, Suite 111, Tampa, Florida 33615.

ARTICLE III PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE IV CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of common stock, \$.001 par value per share.

ARTICLE V INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

Name

<u>Address</u>

Albert S. Klopf

5700 Memorial Highway Suite 111 Tampa, Florida 33615

ARTICLE VI INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and until their successors have been elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

Name	Address
Albert S. Klopf	5700 Memorial Highway Suite 111 Tampa, Florida 33615
Larry A. O'Blander	5700 Memorial Highway Suite 111 Tampa, Florida 33615

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles as Incorporator are:

Name	Address
Albert S. Klopf	5700 Memorial Highway Suite 111 Tampa, Florida 33615

ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

this _____ day of March, 1998.

Albert S. Klopf, 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.

- The name of the corporation is Dealers Service Group, Inc. 1.
- The name and address of the registered agent and office are: 2.

Albert S. Klopf 5700 Memorial Highway Suite 111 Tampa, Florida 33615

SIGNATURE:

TITLE:

Incorporator

DATE:

March 9, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:

DATE: