

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P98000029530

Downtown Auto Finance, Inc.

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- ☒ Art of Inc. File cert.
- ☐ LTD Partnership File _____
- ☐ Foreign Corp. File _____
- ☐ L.C. File _____
- ☐ Fictitious Name File _____
- ☐ Trade/Service Mark _____
- ☐ Merger File 000002473370-1
-03/31/98-01024-031
****122.50 ****122.50
- ☐ Art. of Amend. File _____
- ☐ RA Resignation _____
- ☐ Dissolution / Withdrawal _____
- ☐ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ☐ Photo Copy _____
- ☐ Certificate of Good Standing _____
- ☐ Certificate of Status _____
- ☐ Certificate of Fictitious Name _____
- ☐ Corp Record Search _____
- ☐ Officer Search _____
- ☐ Fictitious Search _____
- ☐ Fictitious Owner Search _____
- ☐ Vehicle Search _____
- ☐ Driving Record _____
- ☐ UCC 1 or 3 File _____
- ☐ UCC 11 Search _____
- ☐ UCC 11 Retrieval _____
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**ARTICLES OF INCORPORATION
OF
DOWNTOWN AUTO FINANCE, INC.**

**ARTICLE I
NAME**

The name of this corporation shall be:

DOWNTOWN AUTO FINANCE, INC.

**ARTICLE II
DURATION**

This corporation shall commence its existence upon the filing of these Articles and shall continue until termination by the act of the directors or otherwise by law.

**ARTICLE III
PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1,000) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

**ARTICLE V
PRE-EMPTIVE RIGHTS**

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 thereof at the price at which it is offered to others.

ARTICLE VI
PRINCIPAL OFFICE

The initial principal office and address of business of this corporation are:

110 North Dixie Highway, Hollywood, Florida 33020

ARTICLE VII
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered office of this corporation are: Jay D. Schwartz, Esq., One Turnberry Place, Suite 609, 19495 Biscayne Boulevard, Aventura, FL 33180.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one.

The name of the Directors are: ADAM DOLINSKI
 RUBEN YANOVSKY
 RAUL HECTOR RODRIGUEZ

The address of the Directors are: 110 North Dixie Highway
 Hollywood, Florida 33020

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles as Sole Incorporator is Jay D. Schwartz , whose address is One Turnberry Place, Suite 609, 19495 Biscayne Boulevard, Aventura, FL 33180.

ARTICLE X
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

ARTICLE XI
AMENDMENTS

The right to amend or repeal any provision contained in these Articles of Incorporation is reserved to the Shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 30th day of March, 1998.

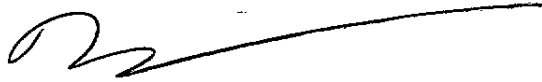
A handwritten signature in black ink, appearing to read 'J. Schwartz', is written over a horizontal line.

JAY D. SCHWARTZ, Sole Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 30th DAY OF MARCH, 1998.



JAY D. SCHWARTZ, REGISTERED AGENT

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