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March 27, 1998

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

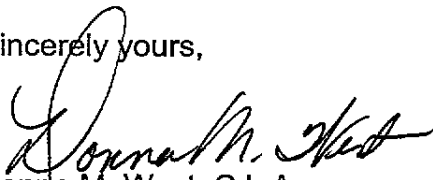
RE: CORAL STAR, INC.
OUR FILE NO. 71798.399

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation for Coral Star, Inc. to be filed. Also enclosed is our check in the amount of \$122.50 for your fee.

Thank you for your assistance.

Sincerely yours,


Donna M. West, C.L.A.
Certified Paralegal

/dmw

Enclosures

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4-1-98

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

CORAL STAR, INC.

ARTICLE I

NAME OF CORPORATION

The name of the corporation is **CORAL STAR, INC.** .

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing on the 1st day of April, 1998.

ARTICLE III

PURPOSE OF CORPORATION

This corporation is organized for the purpose of buying and selling of used cars and for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

1. The maximum number of shares of stock authorized to be issued by this corporation is 100 shares of common stock, all of which shall have the par value of \$1.00 per share, and all of which shall have the same rights and privileges.

2. Each share of common stock shall entitle the holder to one vote at any shareholder's meeting and to otherwise participate in any such meetings and in the assets of the corporation, and such shares of common stock shall be fully paid and non-

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assessable. Such shares of common stock shall be paid for in lawful money of the United States of America or in property, labor or services, at a fair and just evaluation to be fixed by this corporation's shareholders acting as an executive committee of the corporation as to the value of the property or services received in consideration for the issuance of stock shall be conclusive and binding upon all persons whomsoever.

ARTICLE V

ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation is 1206 West Coral Street, Tampa, Florida 33602, and the initial registered agent of this corporation at such address shall be 1206 West Coral Street, Tampa, Florida 33602.

ARTICLE VI

SUBSCRIBERS

The name and residence of the sole subscriber to these Articles of Incorporation of is:

<u>NAMES</u>	<u>ADDRESS</u>
HELEN RAMIREZ	1206 West Coral Street Tampa, Florida 33602

ARTICLE VII

OFFICERS

1. The initial officers of the corporation shall be a President/Secretary/Treasurer.

The name of the person who is to serve as the initial officer of the corporation is:

PRESIDENT/SECRETARY/TREASURER	HELEN RAMIREZ
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2. The officers shall be elected at the annual meeting of the Board of Directors, or as provided by the By-laws of the corporation.

ARTICLE VIII

BOARD OF DIRECTORS

1. The business affairs of this corporation shall be managed by the Board of Directors. The corporation shall have two (2) directors initially which may be increased from time to time by the By-Laws, but shall never been less than two directors. The Board of Directors shall be members of the corporation and elected to hold office in accordance with the By-laws.

2. The names and addresses of the persons who are to serve as directors for the first year or until the first annual meeting of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
HELEN RAMIEZ	1206 West Coral Street Tampa, Florida 33602

ARTICLE IX

BY-LAWS OF CORPORATION

1. The Board of Directors of this corporation may provide such By-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

2. Upon proper notice, the By-laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE X

POWERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the Shareholders of this corporation.

ARTICLE XI

DISTRIBUTION OF STOCK

The shares of the capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

HELEN RAMIREZ	100
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ARTICLE XII

AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

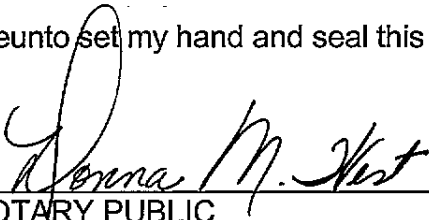
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 27th day of March, 1998..


HELEN RAMIREZ

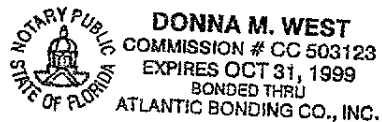
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared HELEN RAMIREZ, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27th day of March, 1998.



NOTARY PUBLIC
My commission expires:



ACCEPTANCE OF REGISTERED AGENT

I hereby agree as Registered Agent of CORAL STAR, INC. to accept service of process and to comply with all requirements of law.



KENNAN G. DANDAR

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business of Domicile for the Service of Process within this State, Naming Agent upon Whom Process may be served and Names and Addresses of Officers and Directors.

The following is submitted in compliance with
Chapter 48.091, Florida Statutes

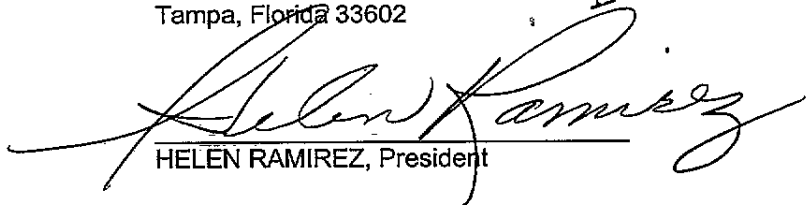
CORAL STAR, INC., a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 1206 West Coral Street, in the City of Tampa, County of Hillsborough, State of Florida, has named KENNAN G. DANDAR, located at 1009 North O'Brien Street, Tampa, State of Florida, as its agent to accept service of process within the state.

OFFICERS:

NAME	ADDRESS
HELEN RAMIEZ President/Secretary /Treasurer	1206 West Coral Street Tampa, Florida 33602

DIRECTORS:

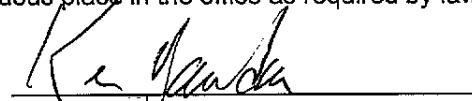
NAME	ADDRESS
HELEN RAMIEZ	1206 West Coral Street Tampa, Florida 33602


HELEN RAMIREZ, President

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

DATED: March 27, 1998


KENNAN G. DANDAR
Registered Agent

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TALLAHASSEE, FLORIDA