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CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: AUTO-JOHN LEADER, INC.

AUDIT NUMBER..... H98000007081

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

CERT. OF STATUS...0

PAGES..... 6

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ARTICLES OF INCORPORATION LAHASSEE, FLORIDA

ARTICLE ONE

NAME

The name of this corporation shall be Auto-John Leader, Inc.

ARTICLE TWO

TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved, in accordance with the laws of the State of Florida. Corporate existence shall commence upon the filing of these Articles with the Secretary of State.

ARTICLE THREE

<u>PURPOSE</u>

The corporation is being formed to engage in the ownership and operation of car rental agencies, and to carry on such business activities as are ancillary and incidental to the aforesaid, and to conduct such other activities permitted under the laws of the United States of America and the laws of the State of Florida.

Prepared by:

Robert Lederman, Esquire 1570 Madruga Avenus - Suite 311 Coral Gables, Florida 33146 (305) 666-2288 Florida Bar No.: 200621

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ARTICLE FOUR

CAPITAL STOCK

The capital stock of this corporation shall consist of 7,500 shares of common stock with a par value of \$1.00 per share.

ARTICLE FIVE

DIRECTORS

The number of Directors will not be less than one. The names and addresses of the first Directors of this corporation are ABELARDO BASTORI, 4028 N.W. 24th Street, Miami, Florida, 33142 and ROBERTO BASTORI, 4028 N.W. 24th Street, Miami, Florida, 33142.

ARTICLE SIX

PRINCIPAL OFFICE

The initial address of the principal office of the corporation is 4028 N.W. 24th Street, Miami, Florida, 33142.

ARTICLE SEVEN

INCORPORATOR

The name and address of the person signing these Articles as an incorporator is ABELARDO BASTORI, 4028 N.W. 24th Street, Miami, Florida, 33142.

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ARTICLE EIGHT

INITIAL REGISTERED AGENT AND OFFICE

The name of this corporation's initial registered agent and the street address of its initial registered office is ABELARDO BASTORI, 4028 N.W. 24th Street, Miami, Florida, 33142

ARTICLE NINE

AMENDMENT

The Articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

ARTICLE TEN

INDEMNIFICATION

This corporation shall indemnify any and all of its Directors or Officers, or former Directors or Officers, to the maximum extent permissible by law in connection with any action, suit or proceeding, whether civil, criminal, administrative, or investigative (and any appeals thereof) to which any such person or his legal representative shall be made a party. The foregoing right of indemnification shall not be exclusive of any other rights to which any such person may be entitled as a matter of law or which may be lawfully granted to him.

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IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation on this 14th day of April, 1998.

Abelardo Bastori

STATE OF FLORIDA) SS

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me on this 14th day of April, 1998, by Abelardo Bastori, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

Notary Public

Print Name: Robert Lederman

my commission expires:

H98000007081

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent, upon whom process may be served for Auto-John Leader, Inc.

	Abetardo Bastori	7 S
		ANASAN TELEPROPERTY OF THE PART AND THE PART
STATE OF FLORIDA)) SS	SEE, FL
COUNTY OF MIAMI-DADE)	ORADA

The foregoing instrument was acknowledged before me on this 14th day of April, 1998, by Abelardo Bastori, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

Notary Public

Print Name: Robert Lederman

my commission expires: