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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

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FROM: BARNETT, BOLT, KIRKWOOD & LONG  
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NAME: DIRECT AUTOMOTIVE DEALERSHIPS, INC.

AUDIT NUMBER.....H98000007951

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

CERT. OF STATUS..1

PAGES..... 3

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4 Pages

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ARTICLES OF INCORPORATION  
OF  
DIRECT AUTOMOTIVE DEALERSHIPS, INC.

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation is:

Direct Automotive Dealerships, Inc.

ARTICLE II

Duration

This corporation shall have perpetual existence, commencing upon filing.

ARTICLE III

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation is 100 West Kennedy Boulevard, Suite 740, Tampa, Florida 33602.

Leslie Wager Hudock, Esquire  
Barnett, Bolt, Kirkwood & Long  
601 Bayshore Boulevard, Suite 700  
Tampa, Florida 33606  
813-253-2020  
Fla. Bar #650706

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ARTICLE IVCapital Stock

This corporation is authorized to issue one thousand (1,000) shares of common stock, each with a par value of one cent (\$.01).

ARTICLE VPreemptive Rights

This corporation elects to have preemptive rights.

ARTICLE VIInitial Registered Office and Agent

The street address of the initial registered office of this corporation is 601 Bayshore Boulevard Suite 700, Tampa, Florida 33606, and the name of the initial registered agent of this corporation at that address is Leslie Wager Hudock.

ARTICLE VIIIncorporators

The name and address of the sole incorporator is:

NAME

Leslie Wager Hudock

ADDRESS

601 Bayshore Boulevard  
Suite 700  
Tampa, Florida

ARTICLE VIIIInitial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

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<u>NAME</u>	<u>ADDRESS</u>
Steven A. Uiterwyk	P. O. Box 2325 Tampa, FL 33601
Edward R. Leibowitz	P. O. Box 2325 Tampa, FL 33601


ARTICLE IXIndemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XAmendment

This corporation reserves the right to amend or repeal any provisions 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 incorporator has executed these Articles of Incorporation this 28<sup>th</sup> day of April, 1998, and the undersigned registered agent acknowledges that she is familiar with, and accepts, the obligations of registered agent of this corporation.

  
LESLIE WAGER HUDOCK, Incorporator and  
Registered Agent

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