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FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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NAME: THE AUTO CONNECTION INC.

AUDIT NUMBER.....H98000008108

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

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 29, 1998

ACE INDUSTRIES INC

SUBJECT: THE AUTO CONNECTION INC.
REF: W98000009646

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H98-8108 ARTICLES OF INCORPORATION

FILED

Article 1: Name of Corporation: TOTAL AUTO INC. 38 MAY 1 PM 3 18

Address of Corporation: 190 NORTH HIGHWAY 27
CLERMONT, FLORIDA 34711 SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 10,000, with a par value of \$1.00.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: OMIE RAMSARUP
REGISTERED OFFICE: 190 NORTH HIGHWAY 27
CLERMONT, FLORIDA 34711

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

Omie Ramsarup 04 / 29 / 98
Signature of Registered Agent Date

Article 4: The Board of Directors are: (BOARD of DIRECTORS is not required).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. OMIE RAMSARUP, 190 NORTH HIGHWAY 27, CLERMONT, FL 34711
2. PATRICIA DELHAYE, 3737 SAVANNAH LOOP, OVIEDO, FL 32765
3. _____

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

OMIE RAMSARUP
190 NORTH HIGHWAY 27
CLERMONT, FLORIDA 34711

In witness whereof, I have subscribed my name: O. Ramsarup
Signature of Incorporator

Prepared by:
Ace Industries, Inc.
54 NW 11th Street
Miami, FL 33136
(305) 358-2571

H98-8108