

P980000253
SAMPLE LETTER OF TRANSMITTAL

DATE

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

800002533568--7
-07/21/98-01003--004
****122.50 ****122.50

Re: Palm Beach County Auto Center, Inc.
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

Julian Rodriguez
(Individual's Name)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 20 AM 10:28

FILED

Palm Beach County Auto Center, Inc
(Name of Corporation)

MAILING ADDRESS OF CORPORATION		
<u>Palm Beach County Auto Center Inc</u>		
<u>955 28th St NPB FL</u> 33407		
PHONE		
(561)	<u>8425911</u>	
Area Code	Number	Ext.

m 7/22/98

ARTICLES OF INCORPORATION

Palm Beach County Auto Center Inc
(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Palm Beach County Auto Center Inc

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TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock, par value \$ 1. per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	<u>955 28th St</u>		
CITY	<u>W. P. B.</u>	FLORIDA	ZIP <u>33407</u>

Mailing address, if different

STREET ADDRESS	<u>same as above</u>		
CITY		FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	<u>Tullan Rodriguez</u>		
ADDRESS	<u>955 28th St</u>		
CITY	<u>W. P. B.</u>	FLORIDA	ZIP <u>33407</u>

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have _____ (_____) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

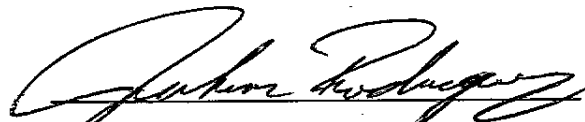
NAME		
ADDRESS		
CITY	STATE	ZIP
NAME		
ADDRESS		
CITY	STATE	ZIP
NAME		
ADDRESS		
CITY	STATE	ZIP


ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<i>Julian Rodriguez</i>		
ADDRESS	<i>1461 Broadmoor</i>		
CITY	<i>N. Lauderdale</i>	STATE	<i>FL</i> ZIP <i>33068</i>
NAME	<i>Martin Rodriguez</i>		
ADDRESS	<i>1461 Broadmoor</i>		
CITY	<i>N. Lauderdale</i>	STATE	<i>FL</i> ZIP <i>33068</i>
NAME			
ADDRESS			
CITY	STATE	ZIP	

The undersigned incorporator(s) have executed these Articles of Incorporation this 14 day of July, 19 98.

 (Signature)

 (Signature)

_____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

Palm Beach County Auto Center Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 955 28th St
N.P.B. FL 33407

has named JULIAN RODRIGUEZ

located at the aforesaid address, as its registered agent to accept service of process with the state.

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Julian Rodriguez
(Signature)

14 JULY 98
(Date)