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July 23, 1998

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

000002598810- 6
-07/27/98-01013-015
***122.50 ***122.50

Re: Max Auto Sales of Orlando, Inc.

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 the Article of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Sameh Mansour

Sameh Mansour

Max Auto Sales of Orlando, Inc.
6801 Sugarbush Drive
Orlando, Florida 32819

APPROVED
AND
FILED

98 JUL 27 PM 12:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. SMITH JUL 29 1998

APPROVED
AND
FILED

98 JUL 27 PM12:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF MAX AUTO SALES OF ORLANDO, INC

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of this corporation is: MAX AUTO SALES OF ORLANDO, INC.

ARTICLE II - DURATION

The 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 ONE THOUSAND shares (1,000) of ONE DOLLAR (\$ 1.00) par value Common Stock, which shall be designated " Common Shares. "

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and name of the Initial Registered Agent at that office is: Sameh Mansour, 6801 Sugarbush Drive, Orlando, Florida 32819.

The principal office of the corporation is: 6801 Sugarbush Drive, Orlando, Florida 32819.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director 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 directors of the corporation are as follows:

Sameh Mansour
6801 Sugarbush Drive
Orlando, Florida 32819

Makram Mansour
6801 Sugarbush Drive
Orlando, Florida 32819

The undersigned subscriber have executed these Articles of Incorporation this 13 day of July , 1998.

Sameh Mansour

Sameh Mansour

Makram Mansour

Makram Mansour

CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT OF Max Auto Sales of Orlando, Inc.

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

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 6802 Sugarbush Drive, Orlando, Florida 32819 has named Sameh Mansour located at the aforesaid address, as its Registered Agent to accept service of process within the state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Sameh Mansour
Sameh Mansour

98 JUL 27 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED