

8/12/98

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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FAX #: (850)922-4001
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NAME: NORTH FLORIDA FINANCIAL CORPORATION
AUDIT NUMBER.....H98000014923
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4m 8/13/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 12, 1998

ACE INDUSTRIES, INC.

SUBJECT: NORTH FLORIDA FINANCIAL CORPORATION
REF: W98000018293

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H98-14923

ARTICLES OF INCORPORATION

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Article 1: Name of Corporation: NORTH FLORIDA DEALER FINANCIAL CORPORATION
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Address of Corporation: 9 LOGGERHEAD LANE

PONTE VEDRA BEACH, FL 32802

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of NO PAR VALUE (PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: ROBERT A. SABEL

REGISTERED OFFICE: 1084 HAVENDALE BOULEVARD, NORTHWEST

WINTER HAVEN, FL 33881

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

08 / 12 / 98
Date



Signature of Registered Agent

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. RALPH LIENBY, 9 LOGGERHEAD LANE, PONTE VEDRA BEACH, FL 32802

2.

3.

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

ROBERT H. SABEL

1084 HAVENDALE BOULEVARD NORTHWEST

WINTER HAVEN, FL 33881

In witness whereof, I have subscribed my name:



Signature of Incorporator

H98-14923

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