



P98000089268  
**CREDIT FIX**

*Credit Repair Specialists*

8500 S.W. 8TH STREET, SUITE 204  
MIAMI, FLORIDA 33144, U.S.A.

PH. (305) 261-8000  
FAX (305) 261-9000

October 19, 1998

Debbie Reagle C/O  
Florida Department of State  
Secretary of State  
Division of Corporations  
409 East Gains Street  
Tallahassee, FL 32399

Dear Debbie:

Please enclosed find the following:

1. The original Articles of Incorporation for ADVANTAGE AUTO BROKERS, INC.
2. A check #4169 for \$78.75, to appropriate fee.

Thanks you,

CREDIT FIX

900002667969--7  
-10/20/98-01043-027  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

3 ENCLOSURES

DMC  
10/20/98

RECEIVED  
98 OCT 20 AM 11:04  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
98 OCT 20 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
of  
ADVANTAGE AUTO BROKERS, INC.**

**FILED**  
**98 OCT 20 AM 11:36**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned person, acting as incorporator of a corporation organized under the laws of Florida, hereby adopt the following Articles of Incorporation:

**ARTICLE I  
CORPORATE NAME**

The name of this corporation is: **ADVANTAGE AUTO BROKERS, INC.**

**ARTICLE II  
SHARES**

The total number of shares which the corporation shall have authority to issue is 1000, shares of par value  
With a par value of \$ 1.00 per share.

**ARTICLE III  
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such addresses is:

**SEYED M. MOGHANI**  
**431 NW 79 STREET**  
**MIAMI DADE COUNTY**  
**MIAMI, FL 33154**

**THE PRINCIPAL ADDRESS IS THE SAME.**

**ARTICLE IV  
PURPOSE**

The purpose of the corporation is to engage in the mortgage brokerage business and any other related businesses as well as any lawful activity permitted by the laws of this state.

## **ARTICLE V DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

**SEYED M. MOGHANI  
431 NW 79 STREET  
MIAMI DADE COUNTY  
MIAMI, FL 33154**

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

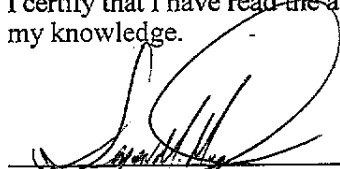
## **ARTICLE VI LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

## **Certification**

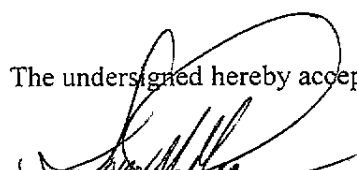
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



**SEYED M. MOGHANI  
431 NW 79 STREET  
MIAMI, FL 33154**

## **ACCEPTANCE OF REGISTER AGENT**

The undersigned hereby accepts appointment as initial register agent of the above Corporation.



**SEYED M. MOGHANI**