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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Prestige Motor Cars of Palm Beach Inc.

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☐ ALL CHARTER DOCUMENTS

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TALLAHASSEE, FLORIDA

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PRESTIGE MOTOR CARS OF PALM BEACH, INC.

Article I - Name

The name of this corporation is Prestige Motor Cars of Palm Beach, Inc.

Article 2 - Duration

This corporation shall exist perpetually.

Article 3 - Purpose

This corporation is organized to do any and all business permitted in the state of Florida.

Article 4 - Capital Stock

This corporation is authorized to issue 250,000 shares on two and one-half (\$2.50) dollar par value common stock.

Article 5 - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 3600 Investment Lane, Suite 102, West Palm Beach, FL 33404. The initial Registered Agent of this corporation at that address is Gregory Panis.

Article 6 - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial director of this corporation is:

Gregory Panis
3600 Investment Lane
Suite 102
West Palm Beach, FL 33404

Article 7 - Incorporator

The name and address of the person signing these articles is:

Gregory Panis
3600 Investment Lane
Suite 102
West Palm Beach, FL 33404

Article 8 - Voting Rights

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares.

Article 9 - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

Article 10 - Calling of Special Meetings

Special meetings of the shareholders may be called in any manner provided by law or the by-laws.

Article 11 - Shareholder Quorum and Voting

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

Article 12 - Powers

The corporation shall have all the powers enumerated in the Florida General Corporation Act.

Article 13 - Director Quorum and Voting

A majority of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting shall be the act of the Board of Directors.


Article 14 - Action by Directors Without a Meeting

The Directors of this corporation may take action by written consent, without a meeting, as provided by law.

Article 15 - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

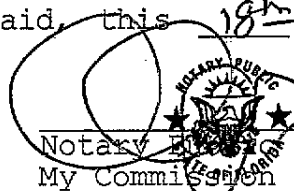
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18 day of NOVEMBER, 1998.


GREGORY PANIS

STATE OF FLORIDA)
 :
COUNTY OF PALM BEACH)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared GREGORY PANIS, known to and by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the state and county aforesaid, this 18th day of Nov., 1998.


ARTHUR LOUIS WALLACE III
My Commission CC443614
Expires Apr. 18, 1999
Bonded by FAL
800-422-1555
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted pursuant to Chapters 48.091(1) and
607.034 of the Florida Statutes:

Prestige Motor Cars of Palm Beach, INC., desiring to organize
under the laws of the State of Florida, being in the County of Palm
Beach, at 3600 Investment Lane, Suite 102, West Palm Beach, FL
33404, has named GREGORY PANIS, located at that same address, as
it's initial registered agent to accept service of process within
this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above
stated corporation, at the initial registered office of the
Corporation in this State, I hereby accept authority act in this
capacity and agree to comply with the provisions of said statute
relative to keeping the registered office of corporation open from
10:00 A.M. to Noon each day, except Saturdays, Sundays and legal
holidays, and to post therein a sign designating the name of the
corporation and the name of it's registered agent.

DATED this 18 day of November, 1998.


GREGORY PANIS

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TALLAHASSEE, FLORIDA