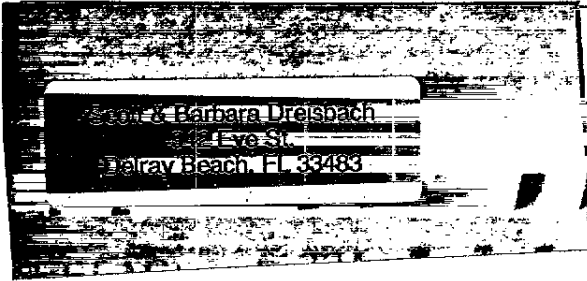


P98000104546



500002711735--2
-12/14/98--01094--008
****122.50 *****78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 14 AM 9:15

B. BROCK DEC 17 1998

ARTICLES OF INCORPORATION
GENOVATION, INC.

The undersigned, acting hereby as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such operation:

I. NAME OF INCORPORATION

The name of this corporation shall be GENOVATION, INC.

II. PURPOSES

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- A. To restructure sales systems in Automobile Dealerships related services, and any other business endeavors allowable by the laws of the State of Florida.
- B. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

III. CAPITAL STOCK

- A. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 60,000 shares of common stock at one dollar (\$1.00) per share par value.
- B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

IV. DURATION

The corporation shall have a perpetual existence.

V. REGISTERED AGENT

The street address, principal office and mailing address of this corporation's initial registered office is: 942 Eve Street, Delray Beach, FL 33483, and the name of its initial registered agent at said address is Scott Dreisbach.

98 DEC 14 AM 9:15

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

VI. INCORPORATOR

The name and address of the Incorporators are as follows: Scott Dreisbach, *President*,
942 Eve Street, Delray Beach, FL 33483, (561) 265-0100.

VII. BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of six individuals. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

Scott Dreisbach
President
942 Eve Street
Delray Beach, FL 33483
(561) 265-0100

Barbara Dreisbach
Treasurer
942 Eve Street
Delray Beach, FL 33483
(561) 265-0100

Dick Ross
Vice President
805 Pheasant Run
Westchester, PA 19382
(610) 793-3725

Bob Greulich
Vice President
5074 Rockledge Drive
Riverside, CA 92506
(909) 782-0180

Roger McCartney
Vice President
1436 Buckner Road
Valrico, FL 33594
(813) 661-3121

Jim Wailing
Secretary
3820 Cornell
Dearborn, MI 48124-3234
(313) 563-9134

VIII. INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX. INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X. NON-RESIDENT DIRECTORS

Directors need not be residents of this State or Shareholders unless the Articles of Incorporation or Bylaws so require.

XI. MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by law but regular meetings of the Board of Directors must be attended in fact in person by each Director.

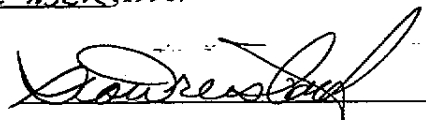
XII. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

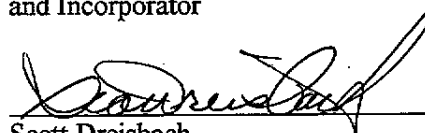
XIII. BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing Corporations.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 10th of DECEMBER, 1998.




Scott Dreisbach, President
and Incorporator



Scott Dreisbach
Registered Agent

COUNTY OF PALM BEACH

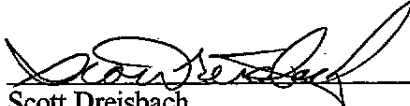
IN WITNESS WHEREOF, I have hereunto set my hand and seal at ~~Miami~~ in the said

 **DONNA J. BENTLEY**
MY COMMISSION # CC 728260
EXPIRES: July 25, 2002
Bonded Thru Notary Public Underwriters

NAME OF CORPORATION:	GENOVATION, INC.
NAME OF REGISTERED AGENT:	Scott Dreisbach
ADDRESS OF REGISTERED AGENT:	942 Eve Street Delray Beach, FL 33483 (561) 265-0100

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned hereby accepts and agrees to the foregoing designation of the undersigned as registered agent for the above named corporation this 10th day of DECEMBER, 1998.

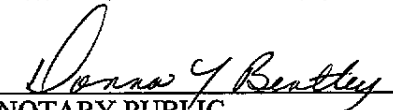

Scott Dreisbach

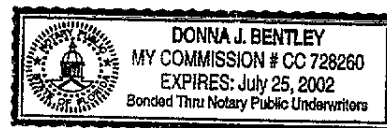
STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Scott Dreisbach, personally known to me ✓ or who has produced identification _____, type of identification _____, to be the person who executed the foregoing Certificate Designating Registered Agent and Registered Office, and he acknowledged before me that he executed same for the purposes and in the capacities set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this 10 day of December, 1998.

My Commission Expires: 7-25-02


NOTARY PUBLIC
State of Florida



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 14 AM 9:15