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Examiner's Initials

ARTICLES OF INCORPORATION OF

BANK REPO AUTO SALE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Delaware Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation Shall be:

BANK REPO AUTO SALE, INC.

ARTICLE IL PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is:

900 W. 49TH ST. SUITE 438 HIALEAH, FL. 33012

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 shares, all of which shall be common shares with a par value of one Dollar (\$1.00) per share.

ARTICLE IV REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

DAVID YOUNG 900 W. 49TH ST. SUITE 438 HIALEAH, FL. 33012 SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLE V INCORPORATION

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

PRESIDENT DAVID YOUNG 900 W. 49TH ST. SUITE 438 HIALEAH, FL. 33012

The undersigned has (have) executed these Articles of Incorporation this:

December 9, 1998

Signature/Xitle

Signature/Title

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Delaware Statutes, the undersigned corporation, organized under the laws of the State of Delaware, Submits the following statement in designating the registered office/registered agent, in the state of Florida.

1.- The name of the corporation is:

BANK REPO AUTO SALE, INC

2.- The name and address of the registered agent and office is:

DAVID YOUNG 900 W, 49TH ST. SUITE 438 HIALEAH, FL. 33012

TITLE: President

DATE: December 9, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PORTIONS OF MY POSITIONS AS REGISTERED AGENT.

DATE: December 9, 1998