TRANSMITTAL LETTER

Department of State Division of Corporations 100002723251 P. O. Box 6327 Tallahassee, FL 32314 *****78.75 (Proposed corporate name - must include suffi-Enclosed is an original and one(1) copy of the articles of incorporation and a check for : **\$131.25 \$122.50** \$70.00 \$78.75 Filing Fee, Filing Fee Filing Fee Filing Fcc & Certified Copy Certified Cor & Certificate & Certificate ADDITIONAL COPY REQUIRED

DEC 2 9 1998

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NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

ARTICLES OF INCORPORATION

ON DEC 28 PH 3: NO The undersigned incorporator(s), for the purpose of forming under the Florida Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1

NAMÉ

The name of the corporation shall be:

Goldies Oldies Classic Cars, Inc.

ARTICLE II

PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be:

1730 S. federal Highway, #311 Delray Beach, Florida, 33483

ARTICLE III

SHARES

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

The corporation is authorization to issue FIVE HUNDRED (500) shares of ONE dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Stanley Gold 1485 S.W. 5th Court Boca Raton, FL 33432

ARTICLE V

INCORPORATOR(S)

See instructions for officers/directors

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

Stanley Gold 1485 S.W. 5th Court Boca Raton, FL 33432

ARTICLE VI PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE VII

NATURE OF BUSINESS

The specific nature of the business is to buy and sell, antique and classic cars and car parts for restoration and export.

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

 $\angle C$ day of

December

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(An additional article must be added if an effective date is requested.)

Stanley Gold

Notarization is not required

NOTE: Affixing and officer title after a signature of an incorporator does not constitute the designation officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISION OF SECTION 607-0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZATION UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMIT THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.The name of the corporation is	Goldies Oldies Classic Ca	ars, Inc	 ,
2. The name of the corporation is	,	TALLAMASSEE, FLORID	98 DEC 28 PM 3: 49
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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 performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

12. 26-98 (Date)

(Signature)