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417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Another	Chance	Auto
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ARTICLES OF INCORPORATION OF ANOTHER CHANCE AUTO CREDIT, INC

FILEU FILEU STATE FIELD CORPORATION

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In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Another Chance Auto Credit Inc.

ARTICLE II

The existence of the corporation shall begin on January 14, 1999.

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ARTICLE III

The street address of the principal office of the Corporation is 207 N. Moss Road, Suite 209, Winter Springs, FL 32708.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 207 N. Moss Road, Suite 209, Winter Springs, FL 32708. The initial registered agent for the Corporation is J. Patrick Miller at 207 N. Moss Road, Suite 209, Winter Springs, FL 32708.

ARTICLE VI

The initial board of directors shall consist of I member. The names and address of the persons who will serve on the initial board of directors are:

Name

Address

J. Patrick Miller 207 N. Mo

207 N. Moss Road, Suite 209, Winter Springs, FL 32708.

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Name

Address.

J. Patrick Miller

207 N. Moss Road, Suite 209, Winter Springs, FL

32708.

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 30th day of December, 1998.

J. Patrick Miller

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Another Chance Auto Credit, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

J. Patrick Miller

Date: December 30, 1998.