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MARK EVANS KASS

OF COUNSEL

WARREN S. WEPMAN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 19 PM 1:03

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

ATTN: Charter Section

Re: ReCe Auto Brokers, Inc.

800002747068--3

-01/20/99--01017--002

122.50 **78.75

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with this office's check for \$122.50 for filing fees.

Please file the Articles with the State of Florida and return a conformed copy to this office in the enclosed envelope.

Thank you for your cooperation in this matter.

Sincerely


MARK EVANS KASS

D. BROWN JAN 25 1999

ARTICLES OF INCORPORATION

OF

ReCe AUTO BROKERS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 19 PM 1:03

ARTICLE I- NAME

The name of this Corporation is: ReCe Auto Brokers, Inc.

ARTICLE II-DURATION

This Corporation shall have perpetual existence.

ARTICLE III-PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of one dollar par value common stock.

ARTICLE V- PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is:

1497 N.W. 7th Street, Miami, FL 33125 and the name of the initial registered agent and resident agent of this corporation is:

MARK EVANS KASS, ESQUIRE
1497 NW 7th Street
Miami, FL 33125

ARTICLE VII- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is: 9595-A NW 89th Avenue, Medley, Florida 33178.

ARTICLE VIII-INITIAL BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The names and addresses of the initial directors of this Corporation are:

Mario Chaluja, Jr.
Rene J. Celeiro

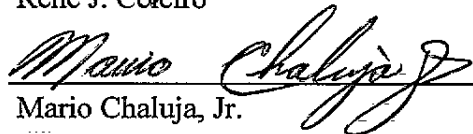
ARTICLES IX- INCORPORATOR

The names and addresses of the persons signing the Articles as Incorporators and Subscribers are:

Mario Chaluja, Jr.
Rene J. Celeiro

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation on this 13 day of January, 1999


Rene J. Celeiro


Mario Chaluja, Jr.

STATE OF FLORIDA)

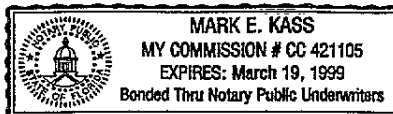
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Mario Chaluja, Jr. and Rene J. Celeiro, who produced _____ as identification or who are personally known to me and known to me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid on this 13 day of January, 1999.


NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

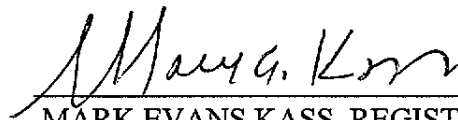
MY COMMISSION EXPIRES:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 19 PM 1:03

**SIMULTANEOUS ACCEPTANCE OF APPOINTMENT AS REGISTERED
AGENT OF ReCe AUTO BROKERS, INC.**

The undersigned, Mark Evans Kass, pursuant to Florida Statutes Section 607.034 (3)
hereby accepts the appointment
as registered agent of ReCe Auto Brokers, Inc. and states that he is familiar with and accepts the
obligations provided for in Florida Statutes Section 607.325.



MARK EVANS KASS, REGISTERED AGENT


STATE OF FLORIDA)

)

COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and
County set forth above, personally appeared Mark Evans Kass, who produced _____
_____ as identification or who is personally known to me and known to me to be
the person who executed the foregoing Simultaneous Acceptance of Appointment as Registered
Agent of ReCe Auto Brokers, Inc.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal in the
State and County aforesaid on this 13 day of January, 1999



NOTARY PUBLIC, State of Florida at Large

My commission Expires:



Hilda M Pla
My Commission CC665060
Expires August 17, 2001