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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To: Division of Corporations
Fax Number : (850) 922-4001

EFFECTIVE DATE

8-2-99

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

auto credit solutions, inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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8-2-99

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**ARTICLE OF INCORPORATION
AUTO CREDIT SOLUTIONS, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is AUTO CREDIT SOLUTIONS, INC.

ARTICLE II - DURATION

The date when the corporation's existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, and are subsequently approved by the Secretary of State, and all filing fees and taxes paid, otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved. The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of engaging in the activity or business of automobile sales, financing, leasing and or retail installment contracts in addition to any and all related activities or business which may be associated thereto or required thereby.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED shares of \$1.00 Par Value Common Stock.

ARTICLE V - PREEMPTIVE RIGHTS

After the initial issue of common stock of this Corporation, 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 pro rata share of stock of this Corporation, (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

Thomas J. Moore, Esq.
FBN: 361658
5450 NW 33rd Avenue, Suite 102
Fort Lauderdale, FL 33309
(954) 735-5557

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ARTICLE VI
INITIAL REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The name of the initial registered agent and the street address of the initial registered office and the principal office of this Corporation is:

Carlos R. Morejon
1337 W. 49th Place
#204
Hialeah, FL 33016

ARTICLE VII
FIRST BOARD OF DIRECTORS

This Corporation's first Board of Directors shall consist of ONE, (1), Directors. The number of Directors may be either increased or decreased from time to time by the by-laws, but shall never be less than ONE, (1). The name and address of the initial Board of Directors of this Corporation are:

Carlos R. Morejon
1337 W. 49th Place
#204
Hialeah, FL 33016

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Carlos R. Morejon
1337 W. 49th Place
#204
Hialeah, FL 33016

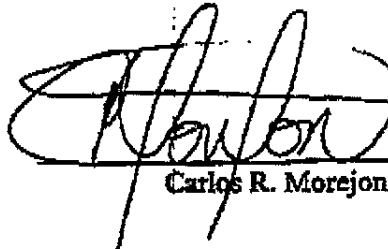
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Auto Credit Solutions, Inc., at the place designated in the Articles of Incorporation, Carlos R. Morejon, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: August 2, 1999


Carlos R. Morejon


STATE OF FLORIDA:

SS


COUNTY OF BROWARD:

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared Carlos R. Morejon, known to personally to me to be the person and which was confirmed through the examination of his Florida Drivers License, who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 2 day of August, 1999


Notary Public
State of Florida

My commission expires:


 JUDITH A. HUNT
COMMISSION # CC 535523
EXPIRES FEB 26, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

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TALLAHASSEE, FLORIDA

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2 day of August, 1999.



Carlos R. Morejon
Incorporator

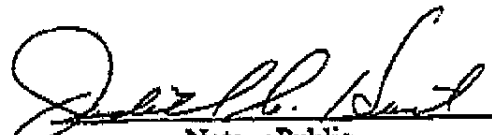
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