

P99000072156

DATE 8-3-99

SECRETARY OF STATE  
CORPORATE DIVISION  
STATE OF FLORIDA  
P.O. BOX 6327  
TALLAHASSEE, FL. 32304

800002952468--5  
-08/06/99-01046-005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: VW Finance, Inc., INC.

GENTLEMEN:

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION  
TOGETHER WITH A COPY OF SAID ARTICLES FOR

VW Finance, Inc.

NAME OF CORPORATION

OUR CHECK IN THE AMOUNT OF \$78.75 INCLUDES THE FOLLOWING:

FILING FEE  
CHARTER TAX  
REGISTERED AGENT  
CERTIFIED COPY

TOTAL \$78.75

RESPECTFULLY SUBMITTED,

ALAN GELFAND  
INDIVIDUAL'S NAME

VW Finance, Inc.  
NAME OF CORPORATION

FILED  
99 AUG -6 AM 7:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ajc  
8/13

CERTIFICATE OF INCORPORATION  
-OF-

VW FINANCE, INC.

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the Provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this Corporation shall be:

VW Finance, Inc.

ARTICLE II

The Corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have at any time is 500 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than \$500.00 Dollars.

ARTICLE V

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

2244 Hayes Street, Hollywood, FL 33021

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VII

The number of Directors of this Corporation shall be at least one (1) and no more than five.

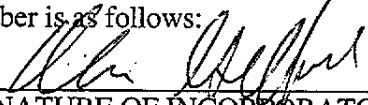
ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

<u>Scott P. Schlesinger</u>	<u>President</u>
<u>Alan Gelfand</u>	<u>Vice President</u>
<u>1212 SE Third Avenue</u>	
<u>Fort Lauderdale, FL 33316</u>	

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

	<u>2244 Hayes Street, Hollywood, FL 33021</u>
<u>SIGNATURE OF INCORPORATOR</u>	<u>ALAN GELFAND</u>
<u>SIGNATURE</u>	<u>ADDRESS</u>

ARTICLE X

The corporate existence of this corporation shall begin on the date on the Articles of Incorporation that are filed on record with the State

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 607.325 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT VW Finance, Inc.  
NAME OF CORPORATION

WITH ITS PLACE OF BUSINESS AT 2244 Hayes Street, Hollywood, FL 33021  
ADDRESS, CITY

HAS NAMED Scott P. Schlesinger  
NAME OF REGISTERED AGENT

LOCATED AT 1212 SE Third Avenue  
MUST BE STREET ADDRESS AND # OF BLDG.

CITY OF Fort Lauderdale STATE OF FL., AS ITS AGENT TO  
ACCEPT SERVICE OF PROCESS WITHIN FL.

SIGNATURE   
CORPORATE OFFICER ALAN GELFAND

TITLE Vice President

DATE 8-3-99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THEREBY AGREE TO ACT IN HIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 OF THE FL. STATUTES.

SIGNATURE   
REGISTERED AGENT

DATE 8/3/99

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99 AUG -6 AM 7:38  
TALLAHASSEE, FLORIDA