P99000103481

Peter Makris 2110 Drew Street Clearwater, Fl 34625

11/18/99

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Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

I am enclosing the Articles Incorporation and the Certificate Designating Registered Agent/Registered Office. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation as soon as possible and Airborne Express return the Articles back to the address below:

Peter Makris 2110 Drew Street Clearwater, Florida 34625

If there are any questions, or you are having problems filing the Articles, please call me at (727) 446 - 0000. The Airborne Express account number is 88768287.

Very truly yours,

Peter Makris

FILED 99 NOV 22 MI II: 08 99 NOV 22 MI II: 08

(148,130,00

ARTICLES OF INCORPORATION

OF

COST PLUS CARS AUTO WHOLESALE, INC.

The undersigned incorporator, for the purpose of forming a corporation under Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

COST PLUS CARS AUTO WHOLESALE, INC.

The principal place of business of this corporation shall be:

1639 HARVARD STREET, CLEARWATER, FL 33755

The mailing address of this corporation shall be: 1639 HARVARD STREET,

CLEARWATER, FL 33755

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all-lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock has \$1.00 per value per share.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

This corporation is to have one director and one officer initially.

The name and street address of the initial director and officer who shall hold office for the first year of the corporation's existence, or until his successor is elected or appointed is:

Jeffrey M. Daniel President 1639 Harvard Street Clearwater, FL 33755

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to the Articles of Incorporation is:

Jeffrey M. Daniel

1639 Harvard Street Clearwater, FL 33755 IN WITNESS WHEREOF, the under signed incorporator has executed these Articles of Incorporation this _______ day of _________, 1999.

Signature of Incorporator

ncorporator

STATE OF FLORIDA COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledge and sworn to before me this _________, 1999, by JEFFREY M. DANIEL of COST PLUS CARS AUTO WHOLESALE, INC.

0540-433-52-027-0

Notary Public

Dori A. Lindsley Commission # GC 821541 Expires Apr. 15, 2003 Bonded Thru Atlantic Bonding Co., Inc.

CERTIFICATE DESIGNATING

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is:

COST PLUS CARS AUTO WHOLESALE, INC.

2. The name and address of the registered agent and office is:

Name: JEFFREY M. DANIEL

Address: 1639 HARVARD STREET

City: CLEARWATER STATE: FLORIDA ZIP-CODE: 33755

SIGNATURE:

TITLE: PRESIDEN

DATE: 11/18 /99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHUR 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 FLORIDA STATUTES.

SIGNATURE:_

DATE: