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Florida Department of State
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To:

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

From:

Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305)358-2571
Fax Number : (305)358-7832

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FLORIDA PROFIT CORPORATION OR P.A.

AAA-DIRECT AUTO SALES & RENTAL, INC.

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B. McKnight DEC 21 1999

H99-32538

ARTICLES OF INCORPORATION

Article 1: Name of Corporation: AAA-DIRECT AUTO SALES & RENTAL, INC.

Address of Corporation: 2403 N. STATE ROAD 7

MARGATE, FLORIDA 33063

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100 , with a par value of OMIT.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: JEFFREY SCHULTZ

REGISTERED OFFICE: 311 UNIVERSITY DRIVE #718

CORAL SPRINGS, FLORIDA 33065

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

12 / 21 / 99
Date


Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. CARLO LEONARDO, 2403 N. STATE ROAD 7, MARGATE, FLORIDA 33063
- 2.
- 3.

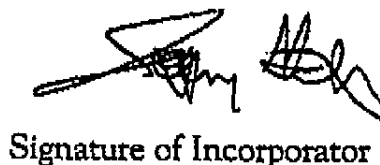
Article 5: The NAME and ADDRESS of the INCORPORATOR is:

JEFFREY SCHULTZ

311 UNIVERSITY DRIVE #718

CORAL SPRINGS, FLORIDA 33065

In witness whereof, I have subscribed my name:


Signature of Incorporator

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571