

# SECRETARY OF STATE



## CORPORATE CHARTER

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that **AUTOBRAG INC.**, did on March 9, 2006, file in this office the original Articles of Incorporation; that said Articles of Incorporation are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on March 10, 2006.



DEAN HELLER  
Secretary of State

By

Certification Clerk



**DEAN HELLER**  
 Secretary of State  
 208 North Carson Street  
 Carson City, Nevada 89701-4288  
 (775) 684 5708  
 Website: secretaryofstate.biz

**Articles of Incorporation**  
 (PURSUANT TO NRS 78)

Entity #  
**E0172602006-9**  
 Document Number:  
**20060150317-35**

Date Filed:  
 3/9/2006 11:15:02 AM  
 In the office of

*Dean Heller*

**Important: Read attached instructions before completing form.**

ABOVE SPACE

Dean Heller  
 Secretary of State

<b>1. Name of Corporation:</b>	AUTOBRAG INC.
<b>2. Resident Agent Name and Street Address:</b> <small>(Must be a Nevada address where process may be served)</small>	The Corporation Trust Company of Nevada Name 6100 Neil Road, Suite 500 Street Address Reno, NEVADA 89511 City State Zip Code Optional Mailing Address City State Zip Code
<b>3. Shares:</b> <small>Number of shares authorized to issue</small>	Number of shares with par value: 100,000,000 Common Par value: \$ 0.001 10,000,000 Preferred Par value: \$ 0.001 Number of shares without par value:
<b>4. Names &amp; Addresses of Board of Directors/Trustees:</b> <small>(Attach additional pages if there is more than 3 directors/trustees)</small>	1. Danny Chan Name 113 W. G St. #137 Street Address San Diego CA 92101 City State Zip Code 2. Anthony Robert Turnbull Name 1640 10th Avenue #306 Street Address San Diego CA 92101 City State Zip Code 3. Name Street Address City State Zip Code
<b>5. Purpose:</b> <small>(attach any instructions)</small>	The purpose of this Corporation shall be:
<b>6. Names, Address and Signature of Incorporator:</b> <small>(Attach additional pages if there is more than 1 incorporator)</small>	Danny Chan Name X Signature <i>[Signature]</i> 113 W. G St. #137 Address San Diego CA 92101 City State Zip Code
<b>7. Certificate of Acceptance of Appointment of Resident Agent:</b>	I hereby accept appointment as Resident Agent for the above named corporation. <i>[Signature]</i> Authorized Signature of R.A. or On behalf of R.A. Company Kathleen C. Gariopy, Asst Secy Date 03/08/06

**Schedule A**  
**Attached to Articles of Incorporation of**  
**AUTOBRAG INC.**

**Article 3. Shares**

- (a) Authorized Capital Stock. The Corporation is authorized to issue a total of 110,000,000 shares, divided into the following classes of stock:
- (i) 100,000,000 shares designated as "Common Stock", with \$0.001 par value per share; and
  - (ii) 10,000,000 shares designated as "Preferred Stock", with \$0.001 par value per share.
- (b) Common Stock. Except as otherwise required by law, the Articles of Incorporation or as otherwise provided in any Directors' Resolution, all shares of Common Stock shall be identical and the holders of Common Stock shall exclusively possess all voting power and each share of Common Stock shall have one vote.
- (c) Preferred Stock. The Board of Directors of the Corporation is authorized to determine the number of series into which shares of Preferred Stock may be divided, to determine the designations, powers, preferences and voting and other rights, and the qualifications, limitations and restrictions granted to or imposed upon the Preferred Stock or any series thereof or any holders thereof, to determine and alter the designations, powers, preferences and rights, and the qualifications, limitations and restrictions granted to or imposed upon any wholly unissued series of Preferred Stock or the holders thereof, to fix the number of shares of that series, and to increase or decrease, within the limits stated in any resolution of the Board of Directors originally fixing the number of shares constituting any series (but not below the number of such shares then outstanding), the number of shares of any such series subsequent to the issuance of shares of that series.

(PROFIT) INITIAL LIST OF OFFICERS, DIRECTORS AND RESIDENT AGENT OF

FILE NUMBER

AUTOBRAG INC.

(Name of Corporation)

Entity #

E0172602006-9

Document Number:

20060150319-57

FOR THE FILING PERIOD OF \_\_\_\_\_ TO \_\_\_\_\_

Date Filed:

3/9/2006 11:15:02 AM

In the office of

*Dean Heller*

Dean Heller

THE ABOVE is Secretary of State

The corporation's duly appointed resident agent in the State of Nevada upon whom process can be served is:

The Corporation Trust Company of Nevada  
6100 Neil Road  
Suite 500  
Reno, Nevada 89511

A FORM TO CHANGE RESIDENT AGENT INFORMATION CAN BE FOUND ON OUR WEBSITE: [secretaryofstate.biz](http://secretaryofstate.biz)

Important: Read instructions before completing and returning this form.

Return one file stamped copy. (If filing not accompanied by order instructions, file stamped copy will be sent to resident agent.)

- Print or type names and addresses, either residence or business, for all officers and directors. A President, Secretary, Treasurer, or equivalent of each of Directors must be named. Have an officer sign the form. FORM WILL BE RETURNED IF UNMAILED.
- If there are additional directors attach a list of them to the form.
- Return the completed form with the \$125.00 filing fee. A \$75.00 penalty must be added for failure to file this form by the last day of first month following the incorporation/initial registration with this office.
- Make your check payable to the Secretary of State. Your unrecorded check will authorize a certified business pay NRS 78.185.
- Ordering Copies: If requested above, one file stamped copy will be returned at no additional charge. To receive a certified copy, enclose an additional \$30.00 per certification. A copy fee of \$2.00 per page is required for each additional copy generated when ordering 2 or more file stamped or certified copies. Appropriate instructions must accompany your order.
- Return the completed form to: Secretary of State, 202 North Carson Street, Carson City, NV 89701-4211, (775) 884-3709.
- Form must be in the possession of the Secretary of State on or before the last day of the first month following the incorporation/initial registration date. (Postmark date is not accepted on receipt date.) Forms received after due date will be returned for additional fees and penalties.

FILING FEE: \$125.00 LATE PENALTY: \$75.00

CHECK ONLY IF APPLICABLE:

This corporation is a publicly traded corporation. The Central Index Key number is:

[Empty box for Central Index Key number]

This publicly traded corporation is not required to have a Central Index Key number.

NAME	TITLE(S)	CITY	ST	ZIP
DANNY CHAN	PRESIDENT & DIRECTOR (OR EQUIVALENT OF)	San Diego	CA	92101
113 W. G St. #137				
Anthony Robert Turnbull	SECRETARY, TREASURER & DIRECTOR (OR EQUIVALENT OF)	San Diego	CA	92101
1640 10th Avenue #306				
	DIRECTOR (OR EQUIVALENT OF)			
	DIRECTOR			
	DIRECTOR			

I declare, to the best of my knowledge under penalty of perjury, that the above mentioned entity has complied with the provisions of NRS 306.760 and acknowledge that pursuant to NRS 236.335, it is a category C filer to knowledge of any false or forged instrument for filing in the Office of the Secretary of State.

X Signature of Officer

*[Handwritten Signature]*

Title President & Director Date 3-8-2006

Nevada Secretary of State Form INITIAL LIST-PRIORITY 2005 Revised 01-15-06

**State of California**  
Secretary of State



*[Handwritten mark]*

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of

NOV 20 2006



*[Handwritten signature of Bruce McPherson]*

BRUCE McPHERSON  
Secretary of State



# State of California Secretary of State

F

06-726946

21

## STATEMENT OF INFORMATION (Foreign Corporation)

**FEES (Filing and Disclosure): \$25.00. If amendment, see instructions.**

**IMPORTANT — READ INSTRUCTIONS BEFORE COMPLETING THIS FORM**

1. **CORPORATE NAME** (Please do not alter if name is preprinted.)

Autobrag Inc.

**FILED**  
In the office of the Secretary of State  
of the State of California

NOV 17 2006

cc [signature]

02597481

This Space For Filing Use Only

**DUE DATE:**

**CALIFORNIA CORPORATE DISCLOSURE ACT** (Corporations Code section 2117.1)

A publicly traded corporation must file with the Secretary of State a Corporate Disclosure Statement (Form SI-PT) annually, within 150 days after the end of its fiscal year. Please see reverse for additional information regarding publicly traded corporations.

**NO CHANGE STATEMENT**

2.  If there has been no change in any of the information contained in the last Statement of Information filed with the Secretary of State, check the box and proceed to Item 11.

If there have been any changes to the information contained in the last Statement of Information filed with the Secretary of State, or no statement has been previously filed, this form must be completed in its entirety.

**COMPLETE ADDRESSES FOR THE FOLLOWING** (Do not abbreviate the name of the city. Items 3 and 4 cannot be P.O. Boxes.)

3. STREET ADDRESS OF PRINCIPAL EXECUTIVE OFFICE	CITY AND STATE	ZIP CODE
10225 Barnes Canyon Road Suite A211	San Diego CA	92121
4. STREET ADDRESS OF PRINCIPAL BUSINESS OFFICE IN CALIFORNIA, IF ANY	CITY	STATE
10225 Barnes Canyon Road Suite A211	San Diego	CA

**NAMES AND COMPLETE ADDRESSES OF THE FOLLOWING OFFICERS** (The corporation must have these three officers. A comparable title for the specific officer may be added; however, the preprinted titles on this form must not be altered.)

5. CHIEF EXECUTIVE OFFICER/	ADDRESS	CITY AND STATE	ZIP CODE
Danny Chan	113 West G St #137	San Diego CA	92101
6. SECRETARY/	ADDRESS	CITY AND STATE	ZIP CODE
Adilson Kruger	3813 Leland Street	San Diego CA	92106
7. CHIEF FINANCIAL OFFICER/	ADDRESS	CITY AND STATE	ZIP CODE
Anthony R. Turnbull	1640 10th Ave #306	San Diego CA	92101

**AGENT FOR SERVICE OF PROCESS** (If the agent is an individual, the agent must reside in California and Item 9 must be completed with a California address. If the agent is another corporation, the agent must have on file with the California Secretary of State a certificate pursuant to Corporations Code section 1505 and Item 9 must be left blank.)

8. NAME OF AGENT FOR SERVICE OF PROCESS	Adilson Kruger	
9. ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CALIFORNIA, IF AN INDIVIDUAL	CITY	ZIP CODE
3813 Leland Street	San Diego	CA 92106

**TYPE OF BUSINESS**

10. DESCRIBE THE TYPE OF BUSINESS OF THE CORPORATION  
Auto dealer, autobroker, and auto information provider

11. THE INFORMATION CONTAINED HEREIN IS TRUE AND CORRECT.



Danny Chan

TYPE OR PRINT NAME OF PERSON COMPLETING THE FORM

[Signature]

SIGNATURE

CEO

TITLE

11/17/2006

DATE

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# THE NEVADA AGENCY AND TRUST COMPANY

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*Established 1903*

April 3, 2007

Mr. Danny Chan  
10225 Barnes Canyon, Suite A211  
San Diego, CA 92121

**RE: ANNUAL LIST OF OFFICERS AND DIRECTORS  
AUTOBRAG INC.**

Dear Mr. Chan:

The Annual List of Officers, Directors and Agent for the above-captioned corporation was filed with the Secretary of State of Nevada on April 2, 2007, bringing you current with the State. We are pleased to enclose, a copy of the list as filed in the office of the Secretary of State authorizing:

**AUTOBRAG INC.**

to do business in the State of Nevada for the period

**MARCH 2007 THRU MARCH 2008**

We appreciate your business and look forward to serving the needs of your corporation in the future.

Very truly yours,

NEVADA AGENCY AND TRUST COMPANY



Sandi Sei  
Resident Agent Department

Enclosures

(PROFIT) ANNUAL LIST OF OFFICERS, DIRECTORS AND RESIDENT AGENT OF

FILE NUMBER

AUTOBRAG INC.

E0172602006-9

(Name of Corporation)

FOR THE FILING PERIOD OF 3/2007

TO 3/2008

The corporation's duly appointed resident agent in the State of Nevada upon whom process can be served is:

THE CORPORATION TRUST COMPANY OF NEVADA
6100 NEIL ROAD, SUITE 500
RENO, NV 89511

Filed in the office of Ross Miller, Secretary of State, State of Nevada. Document Number 20070228722-12, Filing Date and Time 04/02/2007 4:46 PM, Entity Number E0172602006-9.

CHECK BOX IF YOU REQUIRE A FORM TO UPDATE YOUR RESIDENT AGENT INFORMATION

(This document was filed electronically.) THE ABOVE SPACE IS FOR OFFICE USE ONLY

Important: Read instructions before completing and returning this form.

- 1. Print or type names and addresses either residence or business, for all officers and directors. A President, Secretary, Treasurer, or equivalent of and all Directors and all directors must be named. Have an officer sign the form. FORM WILL BE RETURNED IF UNSIGNED.
2. If there are additional directors attach a list of them to this form.
3. Return the completed form with the filing fee. A \$75.00 penalty must be added for failure to file this form by the deadline. An annual list received more than 90 days before its due date shall be deemed an amended list for the previous year.
4. Make your check payable to the Secretary of State. Your cancelled check will constitute a certificate to transact business per NRS 78.155. To receive a certified copy, enclose an additional \$30.00 and appropriate instructions.
5. Return the completed form to: Secretary of State, 202 North Carson Street, Carson City, NV 89701-4201, (775) 684-5700.
6. Form must be in the possession of the Secretary of State on or before the last day of the month in which it is due. (Postmark date is not accepted as receipt date.) Forms received after due date will be returned for additional fees and penalties.

CHECK ONLY IF APPLICABLE

- This corporation is a publicly traded corporation. The Central Index Key number is:
This publicly traded corporation is not required to have a Central Index Key number.

NAME: DANNY CHAN, TITLE(S): PRESIDENT (OR EQUIVALENT OF), ADDRESS: 10225 BARNES CANYON SUITE A211, CITY: SAN DIEGO, St: CA, Zip: 92121.
NAME: ADILSON KRUGER, TITLE(S): SECRETARY (OR EQUIVALENT OF), ADDRESS: 10225 BARNES CANYON SUITE A211, CITY: SAN DIEGO, St: CA, Zip: 92121.
NAME: ANTHONY ROBERT TURNBULL, TITLE(S): TREASURER (OR EQUIVALENT OF), ADDRESS: 10225 BARNES CANYON SUITE A211, CITY: SAN DIEGO, St: CA, Zip: 92121.
NAME: DANNY CHAN, TITLE(S): DIRECTOR, ADDRESS: 10225 BARNES CANYON SUITE A211, CITY: SAN DIEGO, St: CA, Zip: 92121.

I declare, to the best of my knowledge under penalty of perjury, that the above mentioned entity has complied with the provisions of NRS 360.780 and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.

X Signature of Officer
DANNY CHAN

Title: PRESIDENT Date: 4/2/2007 4:45:58 PM



**State of California**  
**Secretary of State**

**CERTIFICATE OF QUALIFICATION**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **12TH day of OCTOBER, 2006**, **AUTOBRAG INC.**, a corporation organized and existing under the laws of **NEVADA**, complied with the requirements of California law in effect on that date for the purpose of qualifying to transact intrastate business in the State of California, and that as of said date said corporation became and now is qualified and authorized to transact intrastate business in the State of California, subject however, to any licensing requirements otherwise imposed by the laws of this State.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of October 12, 2006.

A handwritten signature in black ink, appearing to read "Bruce McPherson".

**BRUCE McPHERSON**  
Secretary of State



SECRETARY OF STATE  
STATE OF CALIFORNIA

## Business Programs Division

Congratulations, your Articles of Incorporation have been filed with the California Secretary of State. Welcome to California's business entity community.

- Filing Articles of Incorporation pursuant to California Corporations Code section 200 does not of itself authorize the use in this state of a corporate name in violation of the rights of another who may have acquired rights to the use of the name by reason of the following laws:
  - Federal Trademark Act  
(United States Code, Title 15, Section 1051 et seq.)
  - California Trademark Act  
(Business and Professions Code section 14200 et seq.)
  - Fictitious Business Name Act  
(Business and Professions Code section 17900 et seq.)
  - Common law rights, including rights to a trade name

If you have any questions regarding such rights, you may wish to seek private legal counsel.

- A Statement of Information is required to be filed with the Secretary of State within 90 days of filing the original Articles of Incorporation and annually thereafter. The required statement can be filed online at <https://businessfilings.ss.ca.gov>. If you choose not to file online, a statement form and filing instructions are enclosed.
- All business entities are subject to state and federal tax laws and may be subject to additional requirements depending on the type of entity formed. Please see the reverse side of this notice for information regarding other agencies you may need to contact to ensure proper compliance.

(Please see reverse)

**FILED**  
In the office of the Secretary of State  
of the State of California

OCT 12 2006

**STATEMENT AND DESIGNATION  
BY FOREIGN CORPORATION**

Autobrag Inc

(Name of Corporation)

\_\_\_\_\_, a corporation organized and existing under the laws of Nevada, makes the following statements and designation:  
(State or Place of Incorporation)

1. The address of its principal executive office is 10225 Barnes Canyon Road Suite A211, San Diego, CA 92121
2. The address of its principal office in the State of California is 10225 Barnes Canyon Road, Suite A211, San Diego, CA 92121

**DESIGNATION OF AGENT FOR SERVICE OF PROCESS IN THE STATE OF CALIFORNIA**

(Complete either Item 3 or Item 4.)

3. (Use this paragraph if the process agent is a natural person.)

ADILSON KRUGER, a natural person residing in the State of California, whose complete address is 3813 LELAND ST SAN DIEGO, CA, 92106, is designated as agent upon whom process directed to this corporation may be served within the State of California, in the manner provided by law.

4. (Use this paragraph if the process agent is a corporation.)

\_\_\_\_\_, a corporation organized and existing under the laws of \_\_\_\_\_, is designated as agent upon whom process directed to this corporation may be served within the State of California, in the manner provided by law.

**NOTE: Corporate agents must have complied with California Corporations Code Section 1505 prior to designation.**

5. It irrevocably consents to service of process directed to it upon the agent designated above, and to service of process on the Secretary of State of the State of California if the agent so designated or the agent's successor is no longer authorized to act or cannot be found at the address given.

[Signature]  
(Signature of Corporate Officer)

Danny Chan President  
(Typed Name and Title of Officer Signing)