

PO2000106797

Gulfside Auto Wholesale

6565-90th Avenue North  
St. Petersburg, Florida 33782

FILED  
02 OCT -3 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 16, 2002

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

RE: New Corporation

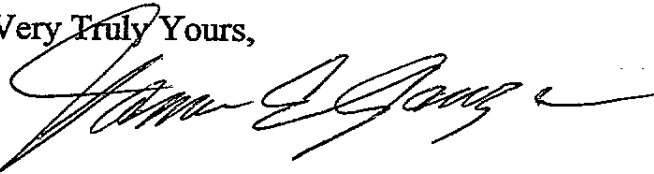
500007863145--9  
-09/20/02--01009--007  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

Dear Sirs:

Please accept the enclosed articles of incorporation and the check enclosed for \$122.50. We desire to incorporate within the State of Florida.

Any questions, feel free to call my accountant, Joyce A. Perkins at (727) 327-8285 between 8:30 a.m. and 4:30 p.m..

Very Truly Yours,

  
James Gouge

enc.

W02-27539  
gic/b



**FLORIDA DEPARTMENT OF STATE**

**Jim Smith**  
Secretary of State

September 23, 2002

**JAMES GOUGE**  
**GULFSIDE AUTO WHOLESAL**  
**6565 - 90TH AVE. NORTH**  
**ST. PETERSBURG, FL 33782**

**SUBJECT: GULFSIDE AUTO WHOLESAL**  
**Ref. Number: W02000027539**

We have received your document for GULFSIDE AUTO WHOLESAL and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum  
Document Specialist  
New Filing Section

Letter Number: 602A00053893

CERTIFICATE OF INCORPORATION

OF

Gulfside Auto Wholesale Corp.

02 OCT -3 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

IN ORDER to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of corporations for profit, I the undersigned, hereby associate myself into a corporation for the purpose and with the powers hereinafter mentioned; and to that end I do, by this Certificate of Incorporation, set forth:

I.

The name of the proposed corporation shall be:

Guleside Auto Wholesale Corp.

II.

The general nature of the business to be transacted by this corporation shall be as follows:

1. To acquire, hold, purchase, exchange, sell, convey, lease, mortgage, pledge, improve, alter, manage, develop and otherwise deal and trade in real and personal property of every kind and description.

2. To manufacture, make, assemble, build, process, develop, acquire, purchase, sell, hold, mortgage, pledge, exchange, assign, transfer, invest and deal in and with goods, machines, wares, merchandise, equipment and

personal property of every class and description; and to conduct and carry on any business in connection therewith and incidental thereto,

3. To acquire, hold, purchase, exchange, sell, convey, lease, mortgage, erect, construct, alter, manage, operate, and improve buildings and structures of all kinds and descriptions; and to operate, manage, lease, control, and conduct any and all business incidental thereto, and in connection therewith.

4. To purchase, sell, hold, assign, transfer, mortgage, pledge, hypothecate, or otherwise acquire or dispose of the shares of capital stock or bonds, securities or other evidences of indebtedness created by any person or corporation of this or any other state, country, nation or government, and while owner of said items, to exercise all the rights and privileges of ownership, including the right to vote thereon as natural persons might or could do; and to exercise and have any and all powers, rights and privileges granted to and conferred upon corporations by and under the General Corporation Laws of the State of Florida.

### III.

The total number of shares of stock which may be issued by the corporation shall be one thousand (1,000) shares of common stock, at \$1.00 par value per share.

### IV.

The amount of capital with which the corporation will begin business shall be not less than six hundred

dollars (\$600.00).

V.

The corporation shall have perpetual existence.

VI.

The principal office of the corporation shall be located at 6565-90th Avenue North, St. Petersburg, FL 33782, but the corporation may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

VII.

The number of its Directors shall be two (2) as determined by the By-Laws to be amended only by special vote of the stockholders.

VIII.

The names and addresses of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-Laws, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are:

James Gouge

9595-60th Avenue North

St. Petersburg, FL 33782

Monica Gouge

9595-60th Avenue North

St. Petersburg, FL 33782

IX.

The names and addresses of each subscriber of the Certificate of Incorporation, and a statement of the number of shares of stock which each agrees to take is:

|                          |            |           |
|--------------------------|------------|-----------|
| James Gouge              | 501 shares | \$ 501.00 |
| 6565-90th Avenue North   |            |           |
| St. Petersburg, Fl 33782 |            |           |
| Monica Gouge             | 499 shares | \$499.00  |
| 6565-90th Avenue North   |            |           |
| St. Petersburg, Fl 33782 |            |           |

X.

The Officers of the corporation, who shall be elected by the Board of Directors, shall consist of a President, a Vice-President, a Secretary, and a Treasurer, with as many Assistant Secretaries or Assistant Treasurers as the Board of Directors may appoint.

XI.

The Officers of the corporation until the first meeting of the Board of Directors shall be:

|              |                |
|--------------|----------------|
| James Gouge  | President      |
| Monica Gouge | Vice President |
| James Gouge  | Treasurer      |
| Monica Gouge | Secretary      |

All of whom submit a mailing address of 6565-90th Avenue North, St. Petersburg, FL 33782.

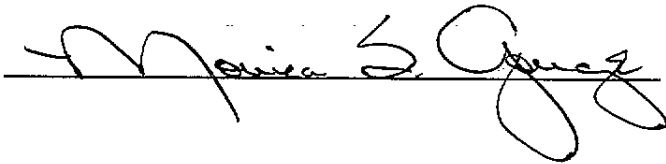
XII.

The first meeting of the Stockholders of this corporation shall be held on the second Friday of November, 2002 in St. Petersburg, Pinellas County, Florida, and shall be at once followed by the first meeting of the Board of Directors, which shall be held at the same place.

XIII.

This corporation shall commence existence on the date of subscription and acknowledgement of these Articles of Incorporation so long as said Articles of Incorporation are filed with the Department of State, State of Florida, within five (5) days after subscription exclusive of legal holidays, after subscription and acknowledgement thereof, and are subsequently approved by the Department of State, State of Florida, and all filing fees and taxes have been paid. Otherwise, the date of corporation's existence shall begin when the Articles of Incorporation have been filed with the Department of State, State of Florida, and are approved by it, and all filing fees and taxes have been paid.

IN WITNESS WHEREOF, we have made, subscribed and acknowledged this Certificate of Incorporation in duplicate.

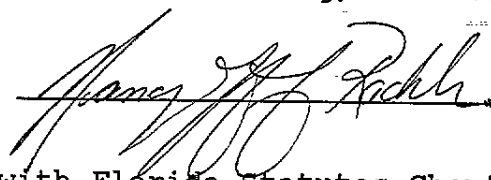
  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA }  
                          } SS  
COUNTY OF PINELLAS }

Before me, the undersigned Notary Public for the State of Florida, personally appeared Monica Gouge, to me well known and known to me to be the person who signed the foregoing Certificate of Incorporation, who being by me first duly sworn deposed and acknowledged that she has read the foregoing instrument, knows the contents thereof, and that she executed the same freely and voluntarily for the uses and purposes therein expressed.

SWORN TO and SUBSCRIBED before me this the 13th day of September, 2002, at St. Petersburg, Florida, Pinellas County, Florida.

  
\_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA

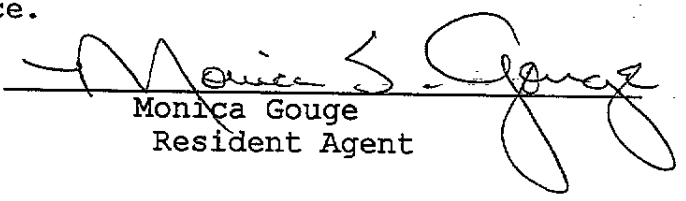
NANCY JEFFERSON-RACKLEY  
MY COMMISSION # DD 107701  
EXPIRES: May 22, 2008  
Bonded Thru Budget Notary Services

My commission expires:

In compliance with Florida Statutes, Chapter 48.091; the foregoing corporation has named Monica Gouge, whose address is 6565 - 90th Avenue North, St. Petersburg, Florida, 33782, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT;

Having been named to accept service of process for the above corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:   
\_\_\_\_\_  
Monica Gouge  
Resident Agent