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SECRETARY OF STATE DIVISION OF CORPORATIONS

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### VERA-WILLIAMSON INVESTMENTS, INC.

300 South University Drive Pembroke Pines, Florida 33025

June 29, 2006

Sent via DHL

Department of State
Division of Corporations
Corporate Filings
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Williamson Saturn of Miami Lakes, Inc.; Document No. F00000004502

### Dear Sir/Madam:

This letter shall confirm that Williamson Saturn of Miami Lakes, Inc., Document No. F00000004502 wishes to domesticate in Florida and change its name to Vera-Williamson Investments, Inc. Please find enclosed a Certificate of Domestication and revised Articles of Incorporation. Accordingly, please update the corporate records. If you have any questions please contact the undersigned at (954) 517-7920. Thank you for your kind attention to this matter.

Very Truly Yours,

Douglas P. Zingler, Esq.

SECRETARY OF STATE DIVISION OF CORPORATIONS

## CERTIFICATE OF DOMESTICATION FOR WILLIAMSON SATURN OF MIAMI LAKES, INC. INTO A FLORIDA PROFIT CORPORATION

06 JUN 30 AM 8: 50

This Certificate of Domestication and attached Articles of Incorporation are submitted to domesticate WILLIAMSON SATURN OF MIAMI LAKES, INC. into a Florida Profit Corporation in accordance with F.S. §607.1801.

- 1. WILLIMSON SATURN OF MIAMI LAKES, INC is a for profit corporation which was first organized and incorporated on July 31, 2000 under the laws of the State of Delaware.
- 2. WILLIMSON SATURN OF MIAMI LAKES, INC. has been the name of the corporation since its incorporation and immediately prior to the filing of this certificate of domestication.
- 3. That the jurisdiction that constituted the principal place of business of the corporation prior to the filing of this certificate of domestication was the State of Florida.
- 4. The name of the Florida profit corporation as set forth in the attached Articles of Incorporation is: **VERA-WILLIAMSON INVESTMENTS, INC.**

Signed this  $2l \pm 1$  day of June, 2006.

Signature:

Printed Name: 10015 VERA, pres

Title:

itle: D

### SECRETARY OF STATE DIVISION OF CORPORATIONS 06 JUN 30 AM 8: 50

### ARTICLES OF INCORPORATION OF VERA-WILLIAMSON INVESTMENTS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

### ARTICLE I

The name of the corporation ("Corporation") is: VERA-WILLIAMSON INVESTMENTS, INC.

### ARTICLE II

The existence of the corporation shall begin on the date of the execution of this document.

### **ARTICLE III**

The street address of the principal office of the Corporation is:

300 South University Drive Pembroke Pines, Florida 33025

### ARTICLE IV

The maximum number of shares this corporation is authorized to issue is 19,434 all of which shall be common shares. All common shares shall be identical with each and every other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

### ARTICLE V

The initial street address of the Corporation's registered office is 300 South University Drive, Pembroke Pines, Florida 33025. The initial registered agent for the Corporation at that address is Douglas P. Zingler, Esq.

### ARTICLE VI

The initial board of directors shall consist of three directors. The name and addresses of the persons who will serve on the initial board of directors are:

Louis Vera 300 South University Drive Pembroke Pines, Florida 33025

George E. Williamson, II 7815 SW 104<sup>th</sup> Street Miami, Florida 33156

George E. Williamson, III 7815 SW 104<sup>th</sup> Street Miami, Florida 33156

### **ARTICLE VII**

The name and address of the person signing these Articles of Incorporation is:

Louis Vera 300 South University Drive Pembroke Pines, Florida 33025

### **ARTICLE VIII**

### **General Powers**

This Corporation shall have perpetual duration and succession in its corporate name and has the same powers as an individual to do all things necessary and convenient to carry out its business and affairs including, without limitation, any and all powers as provided by Florida Statute §607.0302.

### ARTICLE IX

The Corporation is organized under the Florida Business Corporation Act for any lawful purpose or purposes allowable under Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of June, 2006.

VERA-WILLHAMSON INVESTMENTS, INC.

BY:

### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for VERA-WILLIAMSON INVESTMENTS, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. §607.0501(3).

BY:

DOUGLAS P. ZINGLE

DATE: <u>6/28/06</u>

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