

**P960000066717**

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 812-1222

RE: Royal Automotive, Inc

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

**FILED**

96 AUG 12 AM 11:33

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

AL JUL 12 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	8/12		
TIME	9:30		
BY	br		CK No. _____

WALK-IN Will Pick Up \_\_\_\_\_

	O.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( )		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ( ) pgs.		
<b>SUBTOTALS</b>		

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

RECEIVED  
 96 AUG 12 AM 9:53  
 DIVISION OF CORPORATION

Please remit invoice number with payment  
**TERMS: NET 10 DAYS FROM INVOICE DATE**  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

**THANK YOU**  
 from  
 Your Capital Connection

FILED

**ARTICLES OF INCORPORATION**

06 AUG 12 AM 11:33

OR

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ROYAL AUTOMOTIVE, INC.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act and Professional Service Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be:

**ROYAL AUTOMOTIVE, INC.**

**ARTICLE II - DURATION**

This Corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

**ARTICLE III - GENERAL PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business, including rental and operation activities related to real property authorized and not prohibited by the Florida General Corporation Act, as the same may be from time to time amended.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue ten thousand (10,000) shares of capital stock, which shall be designated Common Shares with a par value of one dollar and no cents (\$1.00). The Directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock in this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - PRINCIPAL OFFICE, INITIAL REGISTERED  
OFFICE AND AGENT**

The principal place of business and mailing address of this corporation shall be:

485 E. SEMORAN BLVD.  
CASSELBERRY, FL 32707

The name and address of the initial registered agent of this Corporation is:

DAVID W. GRAHAM  
350 EAST PINE STREET  
ORLANDO, FL 32801

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

- a. This Corporation shall have three (3) directors initially.
- b. The number of directors of this corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the Shareholders, but shall never be less than one (1).
- c. The name and address of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

**NAME ADDRESS**

Mr. Ray M. Tatum  
485 E. Semoran Blvd.  
Casselberry, FL 32707

Ms. JoAnn Rogers  
485 E. Semoran Blvd.  
Casselberry, FL 32707

Mr. Drewmonte Kelley  
485 E. Semoran Blvd.  
Casselberry, FL 32707

**ARTICLE VIII - INCORPORATOR(S)**

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

David W. Graham  
350 East Pine Street  
Orlando, FL 32801

**ARTICLE IX - BY-LAWS**

The power to adopt, alter or repeal by-laws shall be vested in the Board of Directors.

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REGISTRY OF CORPORATE  
TALLAHASSEE, FLORIDA

**ARTICLE X - INDEMNIFICATION**

This Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by the Florida General Corporate Act.

**ARTICLE XI - AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

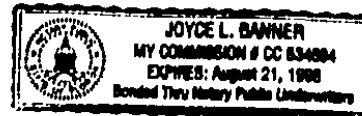
IN WITNESS WHEREOF, the undersigned has executed these Articles at Orlando, Florida this 5<sup>th</sup> day of August, 1996.

  
DAVID W. GRAHAM

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of August, 1996,  
by David W. Graham.

  
NOTARY PUBLIC  
My commission expires:



**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent for the above stated Corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
David W. Graham