

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P98000047151

Hampton Automotive Group, Inc

400002536594--7
-05/27/98--01057--013
***122.50 ***122.50

☒	Art of Inc. File	<u>cert</u>
☐	LTD Partnership File	
☐	Foreign Corp. File	
☐	L.C. File	
☐	Fictitious Name File	
☐	Trade/Service Mark	
☐	Merger File	
☐	Art. of Amend. File	
☐	RA Resignation	
☐	Dissolution / Withdrawal	
☐	Annual Report / Reinstatement	
☒	Cert. Copy	
☐	Photo Copy	
☐	Certificate of Good Standing	
☐	Certificate of Status	
☐	Certificate of Fictitious Name	
☐	Corp Record Search	
☐	Officer Search	
☐	Fictitious Search	
☐	Fictitious Owner Search	
☐	Vehicle Search	
☐	Driving Record	
☐	UCC 1 or 3 File	
☐	UCC 11 Search	
☐	UCC 11 Retrieval	
☐	Courier	

FILED
98 MAY 27 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 MAY 27 AM 10:11
DIVISION OF CORPORATION

9/15-27-98

Signature _____

Requested by: CS Date: 5/27 Time: 9:58

Name _____ Will Pick Up _____

Walk-In _____

ARTICLES OF INCORPORATION
OF
HAMPTON AUTOMOTIVE GROUP, INC.

FILED
98 MAY 27 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is **Hampton Automotive Group, Inc.**

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of filing.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 50,000 shares of \$1.00 par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to other.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is **230 SW Hollywood Boulevard, Fort Walton Beach, Florida 32548** and the name and address of the initial registered agent of this corporation is **JAMES W. GRIMSLEY, 25 Walter Martin Road NE, Fort Walton Beach, Florida 32548.**

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial

director of this corporation is:

Mark A. Hampton
4895 Johnston Street
Lafayette, LA 70503

ARTICLE VIII- INCORPORATORS

The name and address of the person signing these articles is:

Mark A. Hampton
4895 Johnston Street
Lafayette, LA 70503

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - SHARES OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

Mark A. Hampton - 50,000 shares

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or directors to the full extent permitted by law.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XIII - TAX ARTICLE

It is the intention of this charter that the capital stock of this corporation will be subject to the provisions of Sections 1242 through 1244, inclusive, of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation, this 22nd day of MAY, 1998.

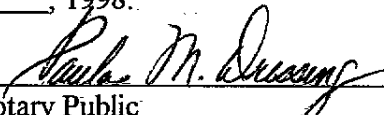


MARK A. HAMPTON (Seal)

STATE OF LOUISIANA
COUNTY OF LAFAYETTE

Before me, a notary public authorized to take acknowledgments in the State and
County set forth above, personally appeared **MARK A. HAMPTON**, who is personally known to
me or has produced _____ as identification, and who did/did not take an oath, and
known by me to be the person who executed the foregoing Articles of Incorporation and said person
acknowledged before me that he executed those Articles of Incorporation for the uses and purposes
therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and
County aforesaid this 22nd day of MAY, 1998.



Notary Public
Typed Name..... PAULA M. DRESSING
Commission No. N/A
My Commission Expires: COMMISSIONED FOR LIFE

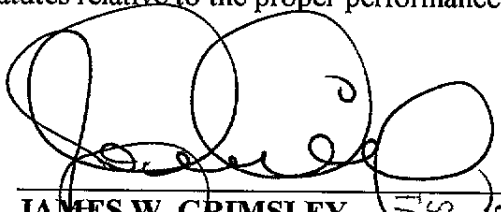
Prepared by:
JAMES W. GRIMSLEY
Smith, Grimsley, Bauman, Pinkerton,
Petermann, Saxer & Wells
P.O. Box 2379
Fort Walton Beach, FL 32549

Certificate Designating Place of Business or Domicile for the Service of Process Within this State,
Naming Agent upon Whom Process May be Served:

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said
Act:

FIRST: That **HAMPTON AUTOMOTIVE GROUP, INC.**, a corporation duly organized and existing under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Fort Walton Beach, Florida, has named **JAMES W. GRIMSLEY, 25 Walter Martin Road, NE, Fort Walton Beach, Florida, 32548**, as its agent to accept service of process for the above-named corporation at the place designated in this Certificate.

SECOND: Having been named to accept service of process for the above-named corporation at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


JAMES W. GRIMSLEY
Registered Agent

STATE OF FLORIDA
COUNTY OF OKALOOSA

Sworn to and subscribed before me by **JAMES W. GRIMSLEY** who is personally
known to me or who produced _____ as identification, and who did/did not take
an oath, this 19th day of May 1998.


Notary Public
Typed Name
Commission No.
My Commission Expires



CHRISTOPHER PAUL SAXER
My Commission CC407700
Expires Oct. 21, 1998
Bonded by NFNU
800-224-6368