

320685

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

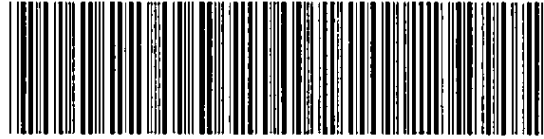
(Business Entity Name)

(Document Number)

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3-20685

BARRY AND ASSOCIATES, INC.

FILED IN OFFICE OF SECRETARY
OF STATE, STATE OF FLORIDA
by sp on Sept. 8, 1967

TOM ADAMS
SECRETARY OF STATE

LAW OFFICES OF
CAREY AND HARRISON
 FLORIDA NATIONAL BANK BUILDING
 ST. PETERSBURG, FLORIDA

C. IRVING CAREY
 C. FRANK HARRISON
 WILLIAM H. CAREY
 JACK S. CAREY

September 1, 1967

FILED
 SEP 8 10 44 AM '67
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Honorable Tom Adams
 Secretary of State
 Tallahassee, Florida

OK
 AH

Re: Barry and Associates, Inc.

Dear Sir:

Enclosed herewith please find original and one copy of suggested Articles of Incorporation, together with our check in the amount of \$58.00 to cover filing fee, certification of the copy and initial corporate stock tax in the amount of \$50.00.

If these documents are in order, please register the corporation with your department and furnish the undersigned with a certified copy of the Articles of Incorporation, together with the Resident Agent's form for completion.

Your helpful cooperation is appreciated.

Very truly yours,
 CAREY AND HARRISON

By *Jack S. Carey*

*Please
 Rush
 Thanks*

JSC:pjl
 Encls.
 check - \$58.00

SEP 5-67 2 11100 50.00
 SEP 5-67 2 11200 50.00
 SEP 5-67 2 11300 50.00

C. TAX	50.00
FILING	5.00
R. AGENT	5.00
C. TAX	5.00
T. TAX	5.00
N. TAX	5.00
BALANCE DUE	50.00
REFUND	

ARTICLES OF INCORPORATION
OF
BARRY AND ASSOCIATES, INC.

FILED
SEP 8 10 44 AM '67

The undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is:

BARRY AND ASSOCIATES, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is to engage in every aspect and phase of the business of new and used car sales, repair and maintenance of automobiles and, in general, conduct the business necessarily associated with an automobile franchised dealership.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 25,000 common stock with a par value of \$1.00 per share.

ARTICLE IV

The amount of capital with which this corporation will begin business is TWO HUNDRED THIRTY SEVEN THOUSAND (\$237,000.00) DOLLARS.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The initial post office address of the principal office of this corporation in the State of Florida is 4650 - 34th Street North, St. Petersburg. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

This corporation shall have three (3) directors, initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than three.

ARTICLE VIII

The names and post office addresses of the members of

the first Board of Directors are:

<u>NAMES</u>	<u>ADDRESSES</u>
GENE BARRY	4650 - 34th Street North St. Petersburg, Florida
C. HUMBERT TINSMAN	215 East 20th Kansas City, Missouri
FRED ANGLE	5900 N. Oak Street Traffic Way Gladstone, Missouri

ARTICLE IX

The name and post office address of each subscriber of these articles of incorporation, the number of shares of stock each agrees to take and the value of the consideration therefor are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
GENE BARRY	4650 - 34th Street North St. Petersburg, Florida	12,658	\$120,000.00
C. HUMBERT TINSMAN	215 East 20th Kansas City, Missouri	12,341	\$117,000.00
MARIAN BARRY	401 - 4th Avenue North Tierra Verde Island St. Petersburg, Florida	1	\$ 1.00

ARTICLE X

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by eighty (80%) per cent of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.


Gene Barry


C. Humbert Tinsman

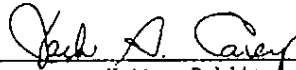

Marian Barry

STATE OF FLORIDA)

ss

COUNTY OF PINELLAS)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared GENE BARRY and MARIAN BARRY, to me known to be the persons described as subscribers in and who executed the foregoing articles of incorporation, and acknowledged before me that they subscribed to those articles of incorporation.


Notary Public


My Commission expires: 3/18/69

STATE OF MISSOURI)

ss

COUNTY OF JACKSON)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared C. HUMBERT TINSMAN, to me known to be the person described as subscriber in and who executed the foregoing articles of incorporation, and acknowledged before me that he subscribed to those articles of incorporation.


Notary Public

My Commission expires: 9-25-67

No. 3-20685-1

NAME

FILED IN THE OFFICE OF
SECRETARY OF STATE
OF FLORIDA

NOV 4 1967

TOM ADAMS
SECRETARY OF STATE

BY *TJ*

corp-23

**STATE OF FLORIDA
OFFICE
SECRETARY OF STATE**

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

OCT 10-67 #2 45500 *****10

In pursuance of Chapter 4734, Florida Statutes, the following is submitted, in compliance with said Act:
 First—That BARRY AND ASSOCIATES, INC.
 a corporation duly organized and existing under the laws of the State of Florida
 with its principal office at City of St. Petersburg
 County of Pinellas State of Florida
 has named GENE BARRY
 located at 4650 - 34th Street North
(Street address and number of building, P. O. Box address not acceptable)
 City of St. Petersburg County of Pinellas
 State of Florida, as its agent to accept service of process within this state.

OFFICERS:	AFFIX TITLES: NAME	SPECIFIC ADDRESS
	<u>Gene Barry, President</u>	<u>4650 - 34th Street North</u> <u>St. Petersburg, Florida</u>
	<u>Fred Angle, Vice-President</u>	<u>5900 N. Oak Street Traffic Way</u> <u>Gladstone, Missouri</u>
	<u>C. Humbert Tinsman, Secretary-Treasurer</u>	<u>215 East 20th</u> <u>Kansas City, Missouri</u>

DIRECTORS: (THREE (3) required by law)	NAME	SPECIFIC ADDRESS
	<u>Gene Barry</u>	<u>4650 - 34th Street North</u> <u>St. Petersburg, Florida</u>
	<u>Fred Angle</u>	<u>5900 N. Oak Street Traffic Way</u> <u>Gladstone, Missouri</u>
	<u>C. Humbert Tinsman</u>	<u>215 East 20th</u> <u>Kansas City, Missouri</u>

By [Signature]
(Corporate Officer)

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)
 Having been named to accept service of process for the above stated 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 [Signature]
(Resident Agent)

It is necessary to file this certificate within thirty days after filing Certificate of Incorporation, as to domestic Corporations and within thirty days after issuance of permit to foreign corporations, and thereafter only when corporation has changed its place of business or agent.

**STATE OF FLORIDA
OFFICE
SECRETARY OF STATE**

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

OCT 10-67 #2 45500 *****1.00

In pursuance of Chapter 47.34, Florida Statutes, the following is submitted, in compliance with said Act:
 First—That BARRY AND ASSOCIATES, INC.
 a corporation duly organized and existing under the laws of the State of Florida
 with its principal office at City of St. Petersburg
 County of Pinellas State of Florida
 has named GENE BARRY
 located at 4650 - 34th Street North
(Street address and number of building, P. O. Box address not acceptable)
 City of St. Petersburg County of Pinellas
 State of Florida, as its agent to accept service of process within this state.

OFFICERS:	AFFIX TITLES: NAME	SPECIFIC ADDRESS
	<u>Gene Barry, President</u>	<u>4650 - 34th Street North</u> <u>St. Petersburg, Florida</u>
	<u>Fred Angle, Vice-President</u>	<u>5900 N. Oak Street Traffic Way</u> <u>Gladstone, Missouri</u>
	<u>C. Humbert Tinsman, Secretary-Treasurer</u>	<u>215 East 20th</u> <u>Kansas City, Missouri</u>

DIRECTORS: (THREE (3) required by law)	NAME	SPECIFIC ADDRESS
	<u>Gene Barry</u>	<u>4650 - 34th Street North</u> <u>St. Petersburg, Florida</u>
	<u>Fred Angle</u>	<u>5900 N. Oak Street Traffic Way</u> <u>Gladstone, Missouri</u>
	<u>C. Humbert Tinsman</u>	<u>215 East 20th</u> <u>Kansas City, Missouri</u>

By [Signature]
(Corporate Officer)

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)
 Having been named to accept service of process for the above stated 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 [Signature]
(Resident Agent)

It is necessary to file this certificate within thirty days after filing Certificate of Incorporation, as to domestic Corporations and within thirty days after issuance of permit to foreign corporations; and thereafter only when corporation has changed its place of business or agent.

Filing Fee, \$1.00
 corp-23

151-207685

1st Copy

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
Secretary of State

Tallahassee, Florida
1968 JUN 28 AM 9:2

Refer to This Number
in All Correspondence

This return is due
on July 1

BARRY AND ASSOCIATES, INC.
650-34 STREET NORTH
ST PETERSBURG FLA 33714

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

62-15-C-320685
09/68/67

1968

1. BARRY AND ASSOCIATES, INC. (General nature of business)
2. New & used Auto Sales

3. 650-34 Street North St. Petersburg Pinellas Florida
(Street or Post Office Box of principal place of business) (City) (County) (State)

4. a. Gene Barry President 401 4th Ave N. Tierra Verde
(Officers - Name) (Title) (Address)

b. Marian Barry Vice President 401 4th Ave N. Tierra Verde

c. Jack Barry Secy - Treas FLA Natl Bk Bldg St Petersburg

5. a. Gene Barry As Above
(Directors - Name) (Law requires at least (3) three) (Address)

b. Marian Barry As Above

c. Jack Barry As Above

6. Jack Barry FLA Natl Bk Bldg St Petersburg
(Resident Agent Name) (Address)

7. Last meeting of Directors 5-15-68 8. Corporation Active? Yes 9. If inactive, inactivity began (Month - Day - Year) (Yes or No) (Month - Day - Year)

10. If inactive, will corporation begin business in the future? (Yes or No) 11. Date incorporated 9-8-67 12. Date Qualified in Fla. (Month - Day - Year)

13. Total Authorized Capital Stock:	
25,000 common	\$ 1.00
(No. of shares with par value)	(Par value each)

14. Outstanding Capital Stock: (issued)	
(a) 25,000 common	\$ 1.00 \$ 25,000.00
(b)	
(c)	
(d) Total (a) + (b) + (c)	\$ 25,000.00

Amount of tax 50.00

16. Less Credit 9.38

17. Penalty and Interest (see instructions) \$

18. Amount of tax remitted with this return \$ 40.62

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

By: Gene Barry President

STATE OF FLORIDA Attest: Michael J. Hardy ASST. Secretary

COUNTY OF PINELLAS

Personally appeared before me Gene Barry who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 29th day of March 1968

(Notary Seal) Signature of Notary (taking acknowledgment)

Send Original (with Remittance) TO FLORIDA REVENUE COMMISSION, TALLAHASSEE, FLORIDA. (Send First copy to Secretary of State, Tallahassee, Florida)

(SEE INSTRUCTIONS ON BACK OF LAST COPY) 1st COPY

20689

Corporation Report and Tax Return for Foreign and Domestic Corporations

1st Copy

RECEIVED

State of Florida

Secretary of State

JUN 25 4 24 PM '69

Tallahassee, Florida

Refer to This Number
in All Correspondence

This return is due
on July 1

SECRETARY OF STATE
4650-34th STREET NORTH
ST. PETERSBURG FLA 33714

62-15-C-32085
09/08/67

1969

1. BARRY AND ASSOCIATES INC (General nature of business)
(Give exact name of corporation) 2. Car sales

3. 4650 - 34th Street North St. Petersburg Pinellas Florida
(Street or Post Office Box of principal place of business) (City) (County) (State)

4. a. Gene Barry President 4650-34th St. No. St. Petersburg, Fla.
(Officer's Name) (Title) (Address)
b. Marian R. Barry Vice-President 401-4th Ave. No. Tierra Verde Is.
(Officer's Name) (Title) (Address)
c. Jack S. Carey Secretary-Treasurer 617 Florida Office Bldg.
(Officer's Name) (Title) (Address)
d. St. Petersburg, Fla.

5. a. Gene Barry Same as above
(Directors - Name) (Law requires at least (3) three) (Address)
b. Marian R. Barry Same as above
c. Jack S. Carey Same as above
d. Same as above

6. Gene Barry 4650-34th St., No. St. Petersburg, Fla.
(Resident Agent Name) (Address)

7. Last meeting of Directors January 10, 1968. Corporation Active? Yes 9. Inactivity began
(Month - Day - Year) (Yes or No) (Month - Day - Year)

10. If inactive, will corporation begin business in the future? Yes 11. Date incorporated 9/8/67 12. Date Qualified in Fla.
(Yes or No) (Month - Day - Year) (Month - Day - Year)

13. Total Authorized Capital Stock:

<u>25,000</u>	\$ <u>1.00</u>
(No. of shares with par value)	(Per value mark)
	\$
(No. of shares with par value)	(Per value mark)
	\$
(No. of shares without par or nominal value)	(Total value)

14. Outstanding Capital Stock: (issued)

(a) <u>12,658</u>	\$ <u>1.00</u>	\$ <u>12,658.00</u>
(No. of shares with par value)	(Per value mark)	(Total value)
(b) <u> </u>	\$	\$
(No. of shares with par value)	(Per value mark)	(Total value)
(c) <u> </u>	\$	\$
(No. of shares without par or nominal value)	(Total value)	
(d) Total (a) + (b) + (c)	\$	\$ <u>12,658.00</u>
		(Total value)

15. Amount of tax Due \$ 50.00

16. Less Credit Memo if any \$ 0

17. Penalty and Interest (see instructions) \$ 0

18. Amount of tax remitted with this return \$ 50.00

19. If foreign corporation, give amount of capital employed in Florida. \$

20. If foreign corporation, give the number of States in which you do business.

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

By: Gene Barry President of V-President Attest: Jack S. Carey Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS
Personally appeared before me Gene Barry
who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 23 day of June 1969
(Notary Seal) My Commission expires
Notary Public, State of Florida, Tallahassee, Florida

Send Original (with Remittance) TO FLORIDA SECRETARY OF STATE, TALLAHASSEE, FLORIDA
Send First copy to Secretary of State, Tallahassee, Florida
(SEE INSTRUCTIONS ON BACK OF LAST COPY)

1st COPY

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
DEPARTMENT OF REVENUE
Tallahassee, Florida

7-2066
APR 15 2 41 PM '70
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Refer to This Number
in All Correspondence
62-15-C-320685
This return is due
on July 1
1970

3-20685
BARRY AND ASSOCIATES INC
4650-34 STREET NORTH
ST PETERSBURG FLA 33714

1. Barry and Associates, Inc.		2. (General nature of business) New Auto Dealer	
3. P. O. Box 10266 (Give exact name of corporation)		St. Petersburg,	Pinellas, Florida
(Street or Post Office Box of principal place of business)		(City)	(County) (State)
4. a. Gene Barry President		P. O. Box 10266, St. Petersburg, Florida	
(Officers - Name)		(Title) (Address)	
b. Marian R. Barry Vice-Pres.		P. O. Box 10266, St. Petersburg, Florida	
c. Jack S. Carey Sect.-Treas.		617 Fla. Office Bldg., St. Petersburg, Florida	
d.			
5. a. Gene Barry		P. O. Box 10266, St. Petersburg, Florida	
(Directors - Name) (Law requires at least (3) three)		(Address)	
b. Marian R. Barry		P. O. Box 10266, St. Petersburg, Florida	
c. Jack S. Carey		617 Fla. Office Bldg., St. Petersburg, Florida	
d.			

6. Gene Barry 4650 34th St., North, St. Petersburg, Florida
(Resident Agent Name) (Address)

7. Last meeting of Directors Jan. 9, 1970 (Month - Day - Year) 8. Corporation Active? Yes (Yes or No) 9. If inactive, inactivity began (Month - Day - Year)

10. If inactive, will corporation begin business in the future? (Yes or No) 11. Date Incorporated 9/8/67 (Month - Day - Year) 12. Date Qualified in Fla. (Month - Day - Year)

13. Total Authorized Capital Stock:

25,000	\$ 1,000
(No. of shares with par value)	(Per value stock)
	\$
(No. of shares with no par value)	(Per value stock)
	(No. of shares without par or assigned value)

14. Outstanding Capital Stock: (issued)

(a) 12,659	\$ 1,000	\$ 12,659.00
(No. of shares with par value)	(Per value stock)	(Total value)
(b)		
(No. of shares with par value)	(Per value stock)	(Total value)
(c)		
(No. of shares without par or assigned value)		(Total unissued value)
(d) Total (a) + (b) + (c)		\$ 12,659.00
		(Total value)

15. Amount of tax Due \$ 50.00

16. Less Credit Memo if any \$

17. Penalty and Interest (see instructions) \$

18. Amount of tax remitted with this return \$ 50.00

19. If foreign corporation, give amount of capital employed in Florida. \$

20. If foreign corporation, give the number of States in which you do business.

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

By President or V. President
Gene Barry
Florida

Attest: Jack S. Carey
Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

Personally appeared before me GENE BARRY who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 14th day of APRIL 1970

(Notary Seal) Signature of Notary Public in and for the State of Florida

CORPORATE PRIVILEGE TAX RETURN FOR FOREIGN AND DOMESTIC CORPORATIONS

Taxable Period: 1-1-71 through 12-31-71
Delinquent if filed after 11-1-71

State of Florida
DEPARTMENT OF REVENUE
Tallahassee, Florida

Refer to This Number
62-156-320685
09708/67

BARRY AND ASSOCIATES, INC.
4650 34th Street North
St. Petersburg, FLA 33714

NOV - 67 6512256 65 320685 CK 13 60

REMOVE PERFORATED EDGES FROM BOTH SIDES AND READ INSTRUCTIONS ON BACK OF PAGE 11 OF ORIGINAL

REMOVE PERFORATED EDGES FROM BOTH SIDES AND READ INSTRUCTIONS ON BACK OF PAGE 11 OF ORIGINAL

1. Name of Corporation: BARRY AND ASSOCIATES, INC. (Give exact name of corporation)

2. Pinellas, Florida (City and State)

3. 4650 34th St. North, St. Petersburg, Florida (Street Address of Home Office)

4. P. O. Box 10266, St. Petersburg, Florida (Post Office Box)

5. General Barry (Mailing Address if other than Home Office)

6. General Barry (Officer Name)

7. Marian R. Barry (Officer Name)

8. Jack S. Carey (Officer Name)

9. General Barry (Officer Name)

10. Marian R. Barry (Officer Name)

11. Jack S. Carey (Officer Name)

12. General Barry (Officer Name)

13. Last meeting of Directors: 9/23/70

14. Corporation Active: Yes

15. Date Incorporated: 9/8/67

16. Date Qualified in Fla.: 9/8/67

17. Class or Type of Stock: Common

18. Par or Stated Value: 1.00

19. Authorized Shares: 25,000

20. Number of Shares Issued: 25,000

21. Book Value: 25,000.00

22. Total Book Value of Stock Issued: 25,000.00

23. If you do not have capital stock, describe the general rules applicable to all members by which the property rights and interests of each are determined.

24. Close of annual accounting period for this return: December 31, 1970

25. I/we declare that all Florida documentary stamp taxes applicable to corporate stock transactions for the period ending June 30, 1971, have been paid as required under Chapter 201, Florida Statutes and I/we further declare that this return is true and correct.

26. Signature of Secretary or Assistant Secretary: *Phil A. Carey*

27. Signature of President or Vice President: *General Barry*

28. Send Original Copies (with Remittance) TO THE DEPARTMENT OF REVENUE, TALLAHASSEE, FLORIDA

29. Send Department of State Copy to The Department of State, Tallahassee, Florida

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
DEPARTMENT OF REVENUE

BARRY AND ASSOCIATES, INC.
4650-34th STREET, NORTH
ST. PETERSBURG, FLA. 33714

Refer to This Number
in All Correspondence
62-156-320685
309/08/67

This return is due
on July 1,
1971
013 366

JUN 25 1971 9 45 05 AM JUN 30 206856 - CK - 50.00

1. **Barry and Associates, Inc.** (Exact name of corporation)
2. **A/C/A. Orion Motors** (General nature of business)
3. **4650-34th Street, North, St. Petersburg, Fla. P.O. Box 10266** (Address)
4. **Used Cars, Body Shop**

5. **Gene Dappy, President** (Officers Name) (Title) (Address)
Marion Dappy, Vice President
Jack S. Dappy, Secretary

6. **Samuel A. S. A. Boyle** (Resident Agent Name) (Address)

7. Last meeting of Directors: **9/23/70** (Month - Day - Year)
8. Corporation Active: **yes** (Yes or No)
9. Inactivity began: **9/11/67** (Month - Day - Year)
10. If inactive, will corporation begin business in the future? **no** (Yes or No)
11. Date incorporated: **9/11/67** (Month - Day - Year)
12. Date qualified in Fla.: **9/11/67** (Month - Day - Year)

13. Total Authorized Capital Stock:

(a) Total	\$ 25,000	(Par value each)	\$ 1.00
(b) Issued			
(c) Unissued			

14. Outstanding Capital Stock (issued):

(a) Total	\$ 12,659.00	(Par value each)	\$ 1.00	(Total value)	\$ 12,659.00
(b) Issued					
(c) Unissued					
(d) Total (a) + (b) + (c)	\$ 12,659.00				

15. Amount of tax due: **50.00**
16. Less Credit: **0.00**
17. Penalty and Interest: **0.00**
18. Amount of tax remitted with this return: **50.00**

19. If foreign corporation, give amount of capital employed in Florida: **0.00**
20. If foreign corporation, give the number of States in which you do business: **0**

21. We, the undersigned, certify the above statement of facts to be true and correct as shown in our books.
By President or Secretary: **Gene Dappy**
Attest: **Jack S. Dappy**
STATE OF **Florida**
COUNTY OF **Pinellas**
Personally appeared before me **Gene Dappy**
who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.
Sworn to and subscribed before me this **10** day of **June**, 1971.
(Notary Seal) Signature of Notary taking and completing copies: **Gene Dappy**

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
DEPARTMENT OF REVENUE
Tallahassee, Florida

Refer to This Number
in All Correspondence

This return is due
on July 1, 1970

BARRY AND ASSOCIATES INC
4650-34 STREET NORTH
ST. PETERSBURG FLA 33714

62-15-C-320685
09/08/67

APR 17 1970 7 16 8 5 5 JH 3 20695 5 - 00 - 50.00

1. Barry and Associates, Inc. (General nature of business) 2. New Auto Dealer

3. P. O. Box 10266 (Give exact name of corporation), St. Petersburg, Pinellas, Florida
(Street or Post Office Box of principal place of business) (City) (County) (State)

4. a. Gene Barry President P. O. Box 10266, St. Petersburg, Florida
(Officers Name) (Title) (Address)

b. Marian R. Barry Vice-Pres. P. O. Box 10266, St. Petersburg, Florida

c. Jack S. Carey Sect. Treas. 617 Fla. Office Bldg., St. Petersburg, Florida

5. a. Gene Barry P. O. Box 10266, St. Petersburg, Florida
(Directors Name) (Law requires at least (3) three) (Address)

b. Marian R. Barry P. O. Box 10266, St. Petersburg, Florida

c. Jack S. Carey 617 Fla. Office Bldg., St. Petersburg, Florida

6. Gene Barry 4650 34th St., North, St. Petersburg, Florida
(Resident Agent Name) (Address)

7. Last meeting of Directors Jan. 9, 1970 8. Corporation Active? Yes 9. Inactively began Jan. 9, 1970
(Month - Day - Year) (Yes or No) (Month - Day - Year)

10. If inactive, will corporation begin business in the future? Yes 11. Date Incorporated 9/8/67 12. Date Qualified in Fla. Jan. 9, 1970
(Yes or No) (Month - Day - Year) (Month - Day - Year)

13. Total Authorized Capital Stock:

<u>25,000</u>	<u>\$ 1.00</u>
(No. of shares with par value)	(Par value)
	\$
(No. of shares with par value)	(Par value)
	(No. of shares without par or nominal value)

14. Outstanding Capital Stock (issued):

(a) <u>12,659</u>	\$ <u>1300</u>	\$ <u>12,659.00</u>
(b)		
(c)		
(d) Total (a) + (b) + (c)		\$ <u>12,659.00</u>

15. Amount of tax Due: \$ 50.00

16. Less Credit: \$

17. Memo if any: \$

18. Amount of tax remitted with this return: \$ 50.00

19. If foreign corporation, give amount of capital employed in Florida: \$

20. If foreign corporation, give the number of States in which you do business: 2

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

By President or V-President: Gene Barry Attest: Jack S. Carey Secretary

STATE OF Florida
COUNTY OF Pinellas

Personally appeared before me GENE BARRY who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 14 day of APRIL 1970

(Notary Seal) Signature of Notary taking acknowledgment: John B. [Signature]

Send Original (with Remittance) TO THE DEPARTMENT OF REVENUE, TALLAHASSEE, FLORIDA

Send First copy to The Department of State, Tallahassee, Florida

ORIGINAL

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
FLORIDA REVENUE COMMISSION
Tallahassee, Florida

Refer to This Number
in All Correspondence

This return is due
on July 1, 1969

BARRY AND ASSOCIATES INC.
4650-34th STREET NORTH
ST. PETERSBURG FLA 33714

62-15-0-320685
09/08/67

JUN-26-69 5 84 144 J# 3 20685 5 - 101 - 50.00

1. BARRY AND ASSOCIATES INC <small>(Give exact name of corporation)</small>	2. Car Sales <small>(General nature of business)</small>
3. 4650 - 34th Street North St. Petersburg Pinellas Florida <small>(Street or Post Office Box of principal place of business) (City) (County) (State)</small>	
4. a. Gene Barry President 4650-34th St. No. St. Petersburg, Fla. <small>(Officers-Name) (Title) (Address)</small>	
b. Marian R. Barry Vice-President 401-4th Ave. No. Tierra Verde, Is. <small>(Officers-Name) (Title) (Address)</small>	
c. Jack S. Carey Secretary-Treasurer 617 Florida Office Bldg. <small>(Officers-Name) (Title) (Address)</small>	
d. _____	
5. a. Gene Barry Same as above <small>(Directors - Name) (Law requires at least (3) three) (Address)</small>	
b. Marian R. Barry Same as above	
c. Jack S. Carey Same as above	
d. _____	
6. Gene Barry 4650-34th St. No. St. Petersburg, Fla. <small>(Resident Agent Name) (Address)</small>	

7. Last meeting of Directors January 10, 1968. Corporation Active? Yes 9. If inactive, inactivity began _____
(Month - Day - Year) (Yes or No) (Month - Day - Year)

10. If inactive, will corporation begin business in the future? Yes 11. Date Incorporated 9/8/67 12. Date Qualified in Fla. Yes
(Yes or No) (Month - Day - Year) (Month - Day - Year)

13. Total Authorized Capital Stock:	
<u>25,000</u> \$ <u>1.00</u>	
<small>(No. of shares with par value)</small>	<small>(Par value per share)</small>
<small>(No. of shares without par or nominal value)</small>	<small>(Par value per share)</small>
<small>(No. of shares without par or nominal value)</small>	<small>(Par value per share)</small>

14. Outstanding Capital Stock - (issued)	
(a) <u>12,658</u> \$ <u>1.00</u> \$ <u>12,658.00</u>	
<small>(No. of shares with par value)</small>	<small>(Par value per share) (Total value)</small>
(b) _____	
<small>(No. of shares with par value)</small>	<small>(Par value per share) (Total value)</small>
(c) _____	
<small>(No. of shares without par or nominal value)</small>	<small>(Par value per share) (Total value)</small>
(d) Total (a) + (b) + (c) _____	\$ <u>12,658.00</u>
<small>(Total value)</small>	<small>(Total value)</small>

15. Amount of tax Due \$ 50.00

16. Less: Credit Memo if any \$ - 0 -

17. Penalty and Interest (see instructions) \$ - 0 -

18. Amount of tax remitted with this return \$ 50.00

19. If foreign corporation, give amount of capital employed in Florida. \$ _____

20. If foreign corporation, give the number of States in which you do business. _____

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

By: Gene Barry President of V. President
Attest: Jack S. Carey Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

Personally appeared before me Gene Barry who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 23 day of June, 1969

(Notary Seal) My Commission expires _____ Notary Public, State of Florida, Notary Public Acknowledgment

Send Original (with Remittance) TO: FLORIDA REVENUE COMMISSION, 23 TALLAHASSEE, FLORIDA

Send First copy to Secretary of State, Tallahassee, Florida

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
FLORIDA REVENUE COMMISSION
Tallahassee, Florida

Refer to This Number
in All Correspondence

This return is due
on July 15

BARRY AND ASSOCIATES INC.
4650-34 STREET NORTH
ST. PETERSBURG FLA 33714

62-196-820685
09/08/67

1968

JUN-27-68 455790 J# 3 20695-0-CK-40.62

1. BARRY AND ASSOCIATES, INC. <small>(Give exact name of corporation)</small>		2. New & used Auto sales <small>(General nature of business)</small>	
3. 4650 - 34th Street North St. Petersburg <small>(Street or Post Office Box of principal place of business)</small>		Pinellas Florida <small>(County) (State)</small>	
4. a. Gene Barry President <small>(Officers - Names) (Title)</small>		4614 Ave N. Tierra Verde <small>(Address)</small>	
b. Marian Barry Vice-President		4614 Ave N. Tierra Verde	
c. Jack Carey Secy - Treas.		FLA Nat Bank Bldg, St. Petersburg	
5. a. Gene Barry <small>(Directors - Name) (Law requires at least (3) three)</small>		As Above <small>(Address)</small>	
b. Marian Barry		As Above	
c. Jack Carey		As Above	
6. Jack Carey <small>(Resident Agent Name)</small>		FLA Nat Bank Bldg St. Petersburg <small>(Address)</small>	
7. Last meeting of Directors: 5-15-68 <small>(Month - Day - Year)</small>		8. Corporation Active? Yes <small>(Yes or No)</small>	
9. If inactive, inactively began: _____ <small>(Month - Day - Year)</small>		10. If inactive, will corporation begin business in the future? _____ <small>(Yes or No)</small>	
11. Date Incorporated: 9-8-67 <small>(Month - Day - Year)</small>		12. Date Qualified in Fla.: _____ <small>(Month - Day - Year)</small>	
13. Total Authorized Capital Stock: 25,000 common \$ 1.00 <small>(No. of shares with par value) (Par value each)</small>		14. Outstanding Capital Stock: (issued) (a) 25,000 common \$ 1.00 \$ 25,000.00 <small>(No. of shares with par value) (Par value each) (Total value)</small>	
15. Amount of tax Due: \$ 40.62		(b) _____ <small>(No. of shares with par value) (Par value each) (Total value)</small>	
16. Less Credit Memo if any: \$ 9.38		(c) _____ <small>(No. of shares without par or nominal value) (Total value)</small>	
17. Penalty and Interest (see instructions): \$ _____		(d) Total (a) + (b) + (c) \$ 25,000.00	
18. Amount of tax remitted with this return: \$ 40.62		19. If foreign corporation, give amount of capital employed in Florida: \$ _____	
21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.		20. If foreign corporation, give the number of States in which you do business: _____	
STATE OF FLORIDA COUNTY OF PINELLAS		Attest: Richard J. Gandy <small>ASST. Secretary</small>	
Personally appeared before me GENE BARRY who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.			
Sworn to and subscribed before me this 29th day of March 19 68			
(Notary Seal)		Signature of Notary Richard J. Gandy State of Florida of Large Notary My Commission Expires Sept. 9, 1968	

FORM FRC-103 Send Original (with Remittance) TO FLORIDA REVENUE COMMISSION, TALLAHASSEE, FLORIDA Expires Sept. 9, 1968
Send First copy to Secretary of State, Tallahassee, Florida
(SEE INSTRUCTIONS ON BACK OF LAST COPY) ORIGINAL

VALIDATION AREA - DO NOT WRITE IN THIS SPACE

ANNUAL REPORT
FOR CORPORATIONS AND
OTHER ENTITIES

11-10-74 1 644*****5.00

1 CHARTER NUMBER: 320083 2 DATE INC. OR IF FOREIGN: 09/09/1967

3 EXACT NAME: BARRY AND ASSOCIATES, INC.

4 FEDERAL EMPLOYER ID. NO.: 59-1170704 5 SIC CODE: 5599

6 RESIDENT AGENT: BARRY, GENE
6830 34TH ST. N
ST. PETERSBURG, FL 33714

OFFICERS/DIRECTORS NAMES	CITY	STATE
BARRY, GENE	ST. PETERSBURG	FL
BARRY, MARIAN R.	ST. PETERSBURG	FL
CAREY, JACKIE S.	ST. PETERSBURG	FL
BARRY, GENE	ST. PETERSBURG	FL
BARRY, MARIAN R.	ST. PETERSBURG	FL
CAREY, JACKIE S.	ST. PETERSBURG	FL

7 FISCAL CLOSE OF ACCOUNTING PERIOD: 12

8 MAILING ADDRESS: 320083 BARRY AND ASSOCIATES, INC.
P.O. BOX 10266
ST. PETERSBURG, FL 33723

9 PRIMARY STOCK: AUTH. SHK. 100 PAR VALUE \$250.00

10 I DECLARE THAT ALL FLORIDA DOCUMENTARY STAMP TAXES APPLICABLE TO CORPORATE STOCK OR CERTIFICATES OF INTEREST OR PARTICIPATION TRANSACTIONS DURING THE PREVIOUS YEAR HAVE BEEN PAID AS REQUIRED BY CHAPTER 501, FLORIDA STATUTES; I FURTHER DECLARE THAT I AM THE AUTHORIZED PERSON TO SIGN THIS REPORT FOR THIS ENTITY AND THAT IT IS TRUE AND CORRECT.

AUTHORIZED SIGNATURE: [Signature]

11 TITLE: [Blank]

12 SECRETARY OF STATE: RICHARD (DICK) STONE
P.O. BOX 6327
TALLAHASSEE, FLA. 32301

DUE JAN 1, 1974 DELINQUENT JULY 1, 1974

PAGE 11

CORRECTIONS AND ADDITIONAL INFORMATION - PLEASE TYPE

48 FEDERAL EMPLOYER ID. NO.

58 SIC CODE (SEE PAGE 4)

68 RESIDENT AGENT CHANGE

OFFICERS/DIRECTORS	STREET ADDRESS	TITLE

68 FISCAL CLOSE OF ACCOUNTING PERIOD (MONTH)

68 ADDRESS CHANGE AREA

68 STREET

68 ADDRESS: CAPITAL STOCK OR NUMBER'S BOOK VALUE OF ALL CERTIFICATES OF INTEREST OR PARTICIPATION

CLASS OR TYPE	PAR. NO. PAR. OR STATED VALUE	SHARES AUTHORIZED	NUMBER BOOK VALUE
COMMON	1.00	25,000	12,659.00

68 IF YOU DO NOT HAVE CAPITAL STOCK, DESCRIBE THE GENERAL RULES APPLICABLE TO ALL MEMBERS BY WHICH THE PROPERTY, RIGHTS AND INTERESTS OF EACH ARE DETERMINED

68 RESIDENT AGENT SIGNATURE

IF DIFFERENT FROM NO. 1 ABOVE

PLEASE READ INSTRUCTIONS ON PAGE 2
FILING FEE \$5.00 PROFIT ENTITY \$2.00 NON-PROFIT

RICHARD (DICK) STONE
 SECRETARY OF STATE
 The Capitol
 Tallahassee, Florida 32304

State of Florida
 Department of State
ANNUAL REPORT
 for Corporations and Other Entities

BLK. RT.
 U.S. POSTAGE
 PAID
 MIAMI, FLA.
 PERMIT NO. 818

ADDRESS CORRECTION
 REQUESTED
 DATE DUE: JAN. 1, 1973
 DATE DELINQUENT: MAR. 1, 1973

Please refer to this number for future correspondence
 regarding this corporation

3R0685-62-15 09/08/67
 BARRY AND ASSOCIATES INC
 P O BOX 10000
 ST PETERSBURG FLA 33733

MAY 17-73 1 094*****5.00
 '79 461

PLEASE TYPE

CHANGE MAILING ADDRESS TO:
 2-5951-7070
 Fed. Emp. I.D. No.

1. **BARRY AND ASSOCIATES**
 (Exact Corporate Name)

3. 4650 34TH STREET NORTH ST. PETERSBURG PINELLAS FLORIDA 33714
 (Street Address of Principal Office in Fla.) (City) (County) (State) (Zip)

(Officers Names) (Title) (Street Address) (City) (State)
 4. (a) GENE BARRY PRESIDENT 4650 34th St. N. St. Petersburg Florida
 (b) Marian R. Barry VICE PRES 4650 34TH ST. N. ST. PETERSBURG FLORIDA
 (c) JACK S. CAREY SEC.-TREAS. FLA. NATL. BANK BLDG, ST. PETERSBURG FLORIDA
 (d)

(Directors, Trustees, Managers) (Street Address) (City) (State)
 5. (a) GENE BARRY 4650 34TH ST. N. ST. PETERSBURG FLORIDA
 (b) MARIAN R. BARRY 4650 34TH ST. N. ST. PETERSBURG FLORIDA
 (c) JACK S. CAREY FLA. NATL. BANK BLDG. ST. PETERSBURG FLORIDA
 (d)

(Florida Resident Agent Name) (Street Address) (City) (State) (Zip)
 6. GENE BARRY 4650 34TH ST. N. ST. PETERSBURG 33714

7. General Nature of Business 5599
 8. Date Formed or Incorporated 9 / 8 / 67
 9. If Foreign Corporation, Date Qualified in Florida / /

10. Capital Stock (or number and book value of all certificates of interest or participation): SHARES ISSUED

Class or Type	Number	Book Value
(a) COMMON	12,659	\$ 12,659.00
(b)		
(c)		

11. If you do not have Capital Stock, describe the general rules applicable to all members by which the property rights and interests of each are determined

12. Fiscal close of accounting period 12/31
 MORE OAK

13. I/WE declare that all Florida documentary stamp taxes applicable to corporate stock (or certificates of interest or participation) transactions for the 12 month period ending Dec. 31, 1972 have been paid as required under Chapter 201, Florida Statutes, and I/WE further declare that this report is true and correct.

(Corporate Seal) Attest: Jack S. Carey Secretary or Assistant Secretary
 By: [Signature] President or Vice President
BARRY AND ASSOCIATES, INC.
 (Corporate Name)

Return Original (with Filing Fee) to DEPARTMENT OF STATE
 DRAWER 18
 THE CAPITOL
 TALLAHASSEE, FLORIDA 32304

READ INSTRUCTIONS ON BACK
 FILING FEE PER PROFIT ENTITY \$5.00
 PER NON-PROFIT ENTITY \$2.00

RICHARD (DICK) STONE
 Secretary of State
 THE CAPITOL
 TALLAHASSEE, FLA.
 32304

STATE OF FLORIDA
 DEPARTMENT OF STATE
PRIVILEGE TAX RETURN
 FOR CORPORATIONS & OTHER ENTITIES

BLK. RT.
 U.S. POSTAGE
 PAID
 TALLAHASSEE, FLA.
 PERMIT #88

ADDRESS CORRECTION REQUESTED
49 0903

320685-62-15-09/08/67
 BARRY AND ASSOCIATES INC
 4650-34 STREET NORTH
 ST PETERSBURG FLA 33714

MAY -4th 1972 - 28400 *****5.00
 DATE DUE: JAN. 1, 1972
 DATE DELINQUENT: MAR. 1, 1972
 PLEASE TYPE

Change Mailing Address to: 2 P. O. Box 10266 Zip 33733
3 St. Petersburg, Florida

(Exact Corporate Name) Fed. Emp. I.D. No.
 1. Barry and Associates 2. 59-1170702

(Street Address of Principal Office in Fla.) (City) (County) (State) (Zip)
 3. 4650 34th St., North St. Petersburg Pinellas Florida 33714

(Officers Name) (Title) (Street Address) (City)
 4. (a) Gene Barry Pres. 4650 34th St., North, St. Petersburg, Fla.
 (b) Marian R. Barry Vice Pres. " " " "
 (c) Jack S. Carey Sect. Treas. Fla. National Bank Bldg., St. Petersburg, Fla.
 (d) _____

(Directors, Trustees, Managers) (Street Address) (City)
 5. (a) Gene Barry 4650 34th St., North, St. Petersburg, Fla.
 (b) Marian R. Barry " " " "
 (c) Jack S. Carey Florida National Bk. Bldg., St. Petersburg, Fla.
 (d) _____

(Resident Agent Name) (Street Address) (City)
 6. Gene Barry 4650 34th St., North, St. Petersburg, Florida

7. General Nature of Business Auto Dealer 8. Date Formed or Incorporated 9/8/67 9. If Foreign Corporation, Date Qualified in Florida _____

10. Capital Stock (or number and book value of all certificates of interest or participation):

Class or Type	Par or Stated Value	Shares Authorized	Number	Book Value
(a) <u>Common</u>	<u>1.00</u>	<u>25,000</u>	<u>12,659</u>	<u>\$ 286,181.51</u>
(b) _____	_____	_____	_____	_____
(c) _____	_____	_____	_____	_____
(d) _____	_____	_____	_____	<u>\$ 286,181.51</u>
(e) <u>Total Book Value of Stock (Certificates) Issued</u>	_____	_____	_____	_____

11. If you do not have Capital Stock, describe the general rules applicable to all members by which the property rights and interests of each are determined _____

12. Close of annual accounting period for this return 12/31/71

13. I/We declare that all Florida documentary stamp taxes applicable to corporate stock (or certificates of interest or participation) transactions for the 12 month period ending Dec. 31 have been paid as required under Chapter 201, Florida Statutes, and I/We further declare that this return is true and correct.

(Corporate Seal) BARRY AND ASSOCIATES, INC.
 Attest: John A. Carey Secretary or Assistant Secretary By: _____ President or Vice President

READ INSTRUCTIONS ON BACK

READ INSTRUCTIONS ON BACK

PRIVILEGE TAX NON-PROFIT ENTITIES \$5.00

PRIVILEGE TAX NON-PROFIT ENTITIES \$2.00

Return Original (with Tax Payment) to DEPARTMENT OF STATE
 THE CAPITOL
 TALLAHASSEE, FLORIDA 32304

INCORPORATED BY REFERENCE \$5.00 PROFIT CORP \$2.00 NON-PROFIT CORP		CORPORATION Annual Report Merger Pending		(7) LOCATION AREA - DO NOT WRITE IN THIS SPACE																									
(1) CHARTER NUMBER 320685		(2) DATE INC OR IF FOREIGN DATE QUALIFIED IN FLA 9-8-67		(3) SICC <input type="checkbox"/> SEE EMPLOYERS SICC <input type="checkbox"/>																									
(4) SECY OF STATE THE SECRETOR TALL CHARGEES ALTHOUGH 72334		(5) FED EMPLOYER ID NO QK591170702		(6) FISCAL CLOSE OF ACCOUNTING PERIOD (MO) <input type="checkbox"/>																									
(8) EXACT NAME BARRY AND ASSOCIATES, INC. 2754 Central Avenue St. Petersburg, Florida 33712		(9) RESIDENT AGENT AND STREET ADDRESS Gene Barry 2754 Central Avenue St. Petersburg, Florida 33712		YEAR OF LAST REPORT FILED IN THIS OFFICE 1974 YEAR OF THIS REPORT COVERS 1975																									
(6) EXACT NAME BARRY AND ASSOCIATES, INC. 2754 Central Avenue St. Petersburg, Florida 33712																													
(7) RESIDENT AGENT AND STREET ADDRESS Gene Barry 2754 Central Avenue St. Petersburg, Florida 33712																													
(8) ADDRESS BARRY AND ASSOCIATES, INC. 2754 Central Avenue St. Petersburg, Florida 33712																													
(9) OFFICERS-DIRECTORS NAMES STREET ADDRESS CITY / STATE TITLE(S) <table border="1"> <tr> <td>Gene Barry</td> <td>2754 Central Avenue</td> <td>St. Petersburg, Fla.</td> <td>Pres.</td> </tr> <tr> <td>Jack S. Carey</td> <td>500 Fla Natl Bank Bldg.</td> <td>St. Petersburg, Fla.</td> <td>Secy.</td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </table>						Gene Barry	2754 Central Avenue	St. Petersburg, Fla.	Pres.	Jack S. Carey	500 Fla Natl Bank Bldg.	St. Petersburg, Fla.	Secy.																
Gene Barry	2754 Central Avenue	St. Petersburg, Fla.	Pres.																										
Jack S. Carey	500 Fla Natl Bank Bldg.	St. Petersburg, Fla.	Secy.																										
(10) CAPITAL STOCK 25,000.00 shares		I DECLARE THAT ALL FLORIDA DOCUMENTARY STAMP TAXES APPLICABLE TO CORPORATE STOCK (OR CERTIFICATES OF INTEREST OR PARTICIPATION) TRANSACTIONS DURING THE PREVIOUS YEAR HAVE BEEN PAID AS REQUIRED BY CHAPTER 201, FLORIDA STATUTES. I FURTHER DECLARE THAT I AM THE AUTHORIZED PERSON TO SIGN THE REPORT FOR THIS ENTITY AND THAT IT IS TRUE AND CORRECT. AUTHORIZED SIGNATURE: <i>Jack S. Carey</i>																											
(11) COMMON STOCK CLASS OR TYPE Com PAR VALUE OR STATED VALUE 1.00 SHARES AUTHORIZED 5 NUMBER OF SHARES		TITLE Secretary TEL. NO. 816-3171 DATE July 11, 1975																											
* IF YOU DO NOT HAVE CAPITAL STOCK, DESCRIBE THE GENERAL RULES APPLICABLE TO ALL MEMBERS BY WHICH THE PROPER RIGHTS AND INTERESTS OF EACH ARE DETERMINED.																													

DO NOT WRITE IN THIS SPACE

FILED
 JUL 23 1975
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 AL 29 18 70680 *****5.00

PLEASE READ INSTRUCTIONS ON BACK

3-20685
 "microfilm"
 "only"



Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32304

BRIAN A. SWAINERS
SECRETARY OF STATE

July 8, 1975

Division of Corporations
Telephone Number
904/488-2472

FILED
JUL 11 2 34 PM 1975
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jack S. Carey, Esq.
Florida National Bank Bldg.
St. Petersburg, FL. 33701

AA 297 I - 70500 ****10.00

AA 297 I - 70460 ****15.00

SUBJECT: Merger agreement of: GUNTHER VOLKSWAGEN, INC. into: BARRY
AND ASSOCIATES, INC.
Returned XX, Pending _____, Check acknowledged NONE.

1. NAME IS NOT AVAILABLE.
2. Our records show no corporation by this name.
3. XX BALANCE DUE: \$30.00 (\$25.00 for amendment) (\$5.00 for filing
the enclosed report.)
4. The president or vice president must sign and their signature
notarized.
5. The secretary or assistant secretary must sign the amendment.
6. XX The corporate seal must be affixed. For both corporations.
7. Notary public's acknowledgement is incomplete.
8. The amendment must contain a statement of approval of the
stockholders and directors.
9. The amendment must clearly state that all persons signing do
constitute ALL the stockholders and directors.
10. The effective date cannot be prior to the date filed in this
office unless it clearly states "for accounting purposes only".
11. Our records reflect the correct spelling of the corporate name
to be as follows. Please correct wherever this appears.
12. XX The attached corporation report(s) must be completed and
returned before filing can be accomplished. It is important that
the report and merger are returned together.
13. The copy must be legible for microfilm purposes.
14. The below listed corporation was dissolved
Reinstatement must be accomplished before filing can be completed.

Balance Due:

Sorry but your check was not enclosed.

Sincerely,

Mary Rushing

Mary Rushing, Supervisor
Charter Section

NR/cg

Corp. 40
Revised 1-70-75

AMOUNT DUE	5
C. TAX	
CHARGES	15
C. COPY	10
M. P. FEE	
M. COPY	
SEARCH	
TOTAL	30
PAID	
RECEIVED	

Vera
822-7862

A-544

7-31



Bruce A. Smathers
SECRETARY OF STATE

Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32301

Telephone Number
904/488-2675

Jack S. Carey, Esq
Florida National Bank Bldg
St. Petersburg, FL 33701

Charter Number:
320685
August 4, 1975

Subject: MERGE GUNTHER VOLKSWAGEN, INC.
INTO BARRY AND ASSOCIATES, INC.

This will acknowledge receipt of the following documents for the above captioned corporation:

- 1. Check in the amount of \$ 30. 55. FOR ANNUAL REPORT.
- 2. Articles of Incorporation
- 3. Amendment to Articles of Incorporation
- 4. Articles of Merger or Consolidation
- 5. Certificate of Withdrawal received and filed
- 6. Limited Partnership
- 7. Trademark Application

ENCLOSED:

- 1. Certified Copy(ies)
- 2. Certificate(s) under Seal
- 3. Photocopy(ies)
- 4. Other

Filed: 7-31-75

Sincerely,

Mary Rushing, Supervisor
Charter Section

MR/DG

Enclosed

LAW OFFICES OF
CAREY AND HARRISON
FLORIDA NATIONAL BANK BUILDING -
ST. PETERSBURG, FLORIDA 33701

C. IRVING CAREY
(1944-1976)
C. FRANK HARRISON
WILLIAM H. CAREY
JACK B. CAREY

July 2, 1975

FILED
JUL 31 2 34 PM 1975
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Hon. Bruce Smathers
Secretary of State
Tallahassee, Florida

Re: Merger - Gunther Volkswagen, Inc.
into Barry and Associates, Inc.

cc: S

Attn. Corporate Records Division

Dear Sir:

Enclosed herewith please find original and copy of Agreement of Merger involving the above captioned corporations, and our check for \$25.00 payable to your order.

If these documents appear to be in order, please record the original on the appropriate records and furnish us with a certified copy of the Agreement.

Your helpful cooperation is appreciated.

Very truly yours,

CAREY AND HARRISON

BY *Jack A. Carey*

JSC:fbk
enc.

RECEIVED
CORPORATE RECORDS DIVISION
JUL 11 1975

AGREEMENT OF MERGER

THIS AGREEMENT entered into by and between BARRY AND ASSOCIATES, INC., a Corporation, organized and existing under laws of the State of Florida, and GUNTHER VOLKSWAGEN, INC., a Corporation organized and existing under the laws of the State of Florida,

WHEREAS, each of the Corporations, parties hereby, by unanimous action of their respective Boards of Directors, have determined that it is to the best interests of each of the parties, to merge and consolidate the said Corporations into one Corporation;

NOW, THEREFORE, for the purpose of carrying into effect the said merger and consolidation, and in accordance with the provisions of law pertaining thereto, and to formulate the manner and terms of said merger, it is hereby agreed as follows:

1. GUNTHER VOLKSWAGEN, INC., shall merge into BARRY AND ASSOCIATES, INC., BARRY AND ASSOCIATES, INC., to be the resulting Corporation, the provisions of the present Charter of BARRY AND ASSOCIATES, INC., shall remain unchanged, and shall continue as the provisions of the Charter of BARRY AND ASSOCIATES, INC., the continuing Corporation resulting from this merger, and it shall be governed by the laws of Florida. BARRY AND ASSOCIATES, INC., shall primarily engage in the operation of the retail sale of automobiles and the repair and servicing of same, together with the installation and sales of an industrial/commercial water purifying system, including the right to lease and operate such facilities for such purposes and to carry on any and all collateral activities necessary to the proper operation of such businesses, and, in addition thereto, shall have the right to engage in all other businesses heretofore authorized under its Certificate of Incorporation.

2. The name and principal place of business of the resulting Corporation shall be BARRY AND ASSOCIATES, INC., 2754 Central Avenue, St. Petersburg, Florida 33713.

3. Immediately following the merger, and issuance of stock pursuant thereto, as herein provided, BARRY AND ASSOCIATES, INC., the resulting and continuing Corporation, will have outstanding and is-

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STATE OF FLORIDA

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sued TWENTY FIVE THOUSAND (25,000) SHARES of common stock.

4. GUNTHER VOLKSWAGEN, INC., shall transfer, convey and assign to BARRY AND ASSOCIATES, INC., all of its assets and property of whatsoever nature, and BARRY AND ASSOCIATES, INC., shall assume all liabilities and obligations of whatsoever nature of GUNTHER VOLKSWAGEN, INC.

5. A fair and careful analysis has been made of the relative value of the business and property of the two Corporations, after taking into consideration all relevant facts and circumstances, it is agreed that JOSEPH F. GUNTHER, JR., is to have TWELVE THOUSAND SEVEN HUNDRED FIFTY (12,750) shares of common stock of the resulting Corporation, and GENE BARRY is to have TWELVE THOUSAND TWO HUNDRED FORTY NINE (12,249) shares of the common stock of the resulting Corporation, and MIRIAN R. BARRY, is to have ONE (1) share of the common stock of the resulting Corporation.

6. The merger of GUNTHER VOLKSWAGEN, INC., into BARRY AND ASSOCIATES, INC., shall be effective as of the close of business on the day that the agreement so certified and acknowledged by each Corporation shall be filed in the office of the Secretary of State, together with all statutory fees and taxes paid. Upon approval by the Secretary of State, GUNTHER VOLKSWAGEN, INC., will, within five (5) days from the date thereof, execute such deeds, bills of sale and other instruments necessary to convey all the property to BARRY AND ASSOCIATES, INC., and BARRY AND ASSOCIATES, INC., will assume all the obligations and liabilities of GUNTHER VOLKSWAGEN, INC., simultaneously with the delivery of such deeds, bills of sale and other instruments of conveyance. The separate corporate existence of GUNTHER VOLKSWAGEN, INC., will thereupon end and terminate. BARRY AND ASSOCIATES, INC., will call upon all of the GUNTHER VOLKSWAGEN, INC., shareholders to surrender their shares in exchange for BARRY AND ASSOCIATES, INC., shares, as aforesaid, and upon the dispatch of such notice, all rights of the stockholders of GUNTHER VOLKSWAGEN, INC., shall cease and terminate except the right to exchange such shares for shares of BARRY AND ASSOCIATES, INC., and such rights as are given by law to any shareholders dissenting from this merger.

7. The officers of these Corporations, which are Parties hereto, have been authorized and directed to take the following actions:

(a) Submit this Agreement for approval to the stockholders of each Corporation at a meeting to be called as quickly as practical under the controlling state law and under the By-Laws of the respective Corporations.

(b) Upon approval by the stockholders, each such Corporation shall then pursue each of the procedural steps set forth in Florida Statutes, Section 608.20 (as amended), culminating in the approval thereof by the Secretary of State.

(c) Upon such approval by the Secretary of State, the officers of BARRY AND ASSOCIATES, INC., will then call for a surrender of GUNTHER VOLKSWAGEN, INC., stock and issue BARRY AND ASSOCIATES, INC., stock in accordance herewith.

(d) Upon such approval, all of the assets and properties of GUNTHER VOLKSWAGEN, INC., will be transferred to BARRY AND ASSOCIATES, INC., and BARRY AND ASSOCIATES, INC., is to assume all obligations and liabilities of GUNTHER VOLKSWAGEN, INC.

(e) To do such other acts and execute such documents as may be required by the laws of Florida to carry into effect this merger.

IN WITNESS WHEREOF, said Parties hereto have caused their corporate hands and seals to be hereto affixed by their duly authorized officers and by their directors, the day and year so indicated.

This the 2nd day of JULY, 1975.

BARRY AND ASSOCIATES, INC.

By [Signature] President

ATTEST: [Signature]
Secretary

ATTEST: [Signature]
Directors

CORPORATE SEAL

This the 21st day of JUNE, 1975

GUNTHER VOLKSWAGEN, INC.

By: [Signature]
President

ATTEST: [Signature]
Secretary

CORPORATE SEAL

ATTEST: [Signature]
[Signature]
Directors

CERTIFICATION

I, JACK S. CAREY, do hereby certify that I am Secretary of BARRY AND ASSOCIATES, INC., and that the within and foregoing Agreement of Merger having been duly executed by the officers and Directors of BARRY AND ASSOCIATES, INC., was submitted to the Stockholders of the Corporation at a meeting called especially for the purpose of voting upon said merger, of which meeting notice of the time, place and object was duly given in accordance with the terms of the By-Laws of said Corporation and that the necessary quota of the Stockholders required by law was present at said meeting and on vote, a majority of all the Stockholders of the Corporation voted to approve the said merger on the terms and conditions set forth in the said Agreement for Merger.

This the 2nd day of JULY, 1975.

[Signature]
Secretary

I, C. EDWIN IRWIN, do hereby certify that I am Secretary of GUNTHER VOLKSWAGEN, INC., and that the within and foregoing Agreement of Merger having been duly executed by the Officers and Directors of GUNTHER VOLKSWAGEN, INC., was submitted to the Stockholders of the Corporation at a meeting called especially for the purpose of voting upon said merger, of which meeting notice of the time, place and object was duly given in accordance with the _____ of the By-Laws of

A-544

7-31

said corporation and that the necessary quota of the Stockholders required by law was present at said meeting and on vote, a majority of all the Stockholders of the Corporation voted to approve the said merger on the terms and conditions set forth in the said Agreement of Merger.

This the 27th day of JUNE, 1975.

D. Edwin Leason
Secretary

Agreement of Merger of GUNTHER VOLKSWAGEN, INC. and
BARRY AND ASSOCIATES, INC., both Florida corporations
merging into and under the name of BARRY AND ASSOCIATES,
INC., the surviving corporation, filed on the 31st day
of July, A. D., 1975, as shown by the records of this
office.

4th August,

75.

A-544

7-31

CORPORATION ANNUAL REPORT

ST. PETERSBURG, FLORIDA 33702

1 320685 <small>CHARTER NUMBER</small>	6	2 09/08/1967 <small>DATE INC. OR FOREIGN DATE QUALIFIED IN FLA.</small>	3 5599 <small>SEE ENVELOPE BACK</small>	1974 <small>YEAR OF LAST REPORT FILED IN THIS OFFICE</small>
4 59-1170702 <small>FED EMPLOYER ID NO</small>		5 12 <small>FISCAL CLOSE OF ACCOUNTING PERIOD (MO)</small>		1975 <small>YEAR OF THIS REPORT COVERS</small>
6 CHANGE TO		7 CHANGE TO		

6 **BARRY AND ASSOCIATES INC**
EXACT NAME

7 **BARRY, GENE**
AGENT AND STREET ADDRESS
4650 34TH ST N
ST PETERSBURG, FL 33714

PLEASE READ INSTRUCTIONS ON BACK

11/10/75

8 **320685**
BARRY AND ASSOCIATES INC
ADDRESS
P O BOX 10266
ST PETERSBURG FLA 33733

8a CHANGE TO: **4650 - 34th Street North**
 PO BOX: **St. Petersburg, Florida 33714**

OFFICERS/DIRECTORS NAMES	STREET ADDRESS	CITY / STATE	TITLES
BARRY, GENE	4650 --34th Street	ST PETERSBURG, FL	PRES - 11/10
BARRY, MARIAN R	4650 - 34th Street	ST PETERSBURG, FL	V.P. - 11/10
CAREY, JACK S	Florida National Bank Bldg.	ST PETERSBURG, FL	SFC - 11/10

10 **100 SHARES @ \$ 250.00**

11 **1.00** **25,000**

CAPITAL STOCK NUMBER & PAR VALUE OF ALL CERTIFICATES OF INTEREST OR PARTICIPATION
 COMMON PAR VALUE STATED VALUE SHARES PAID UP VALUE

I DECLARE THAT ALL FLORIDA DOCUMENTARY STAMP TAXES APPLICABLE TO CORPORATE STOCK (OR CERTIFICATES OF INTEREST OR PARTICIPATION) TRANSACTIONS DURING THE PREVIOUS YEAR HAVE BEEN PAID AS REQUIRED BY CHAPTER 201, FLORIDA STATUTES. I FURTHER DECLARE THAT I AM THE AUTHORIZED PERSON TO SIGN THE REPORT FOR THIS ENTITY AND THAT IT IS TRUE AND CORRECT.

AUTHORIZED SIGNATURE: *[Signature]*
 TITLE: **Pres** TEL. NO: **727-7892**
 DATE: **6/30/75**

IF YOU DO NOT HAVE CAPITAL STOCK DESCRIBE THE GENERAL RIGHTS APPLICABLE TO ALL MEMBERS BY WHICH THE PROPERTY RIGHTS AND INTERESTS OF EACH ARE DETERMINED

320685(c)

corp-44

PD 72,72,74,75

No. 3-20,685(c)

SURV

GUNTHER VOLKSWAGEN, INC.

Capital Stock, \$ 25,000 sh at \$1. per sh

Principal Office: St. Petersburg

Filed Sept. 8, 1967

Filed By: Carey And Harrison, St. Petersburg CLOSE CORP

ORIGINAL NAME: BARRY AND ASSOCIATES, INC.

(a) Res. Agent filed 11/4/1967.

(b) AGREEMENT OF MERGER MERGING GUNTHER VOLKSWAGEN, INC.
(353581) INTO & UNDER THE ABOVE CORP. FILED 7/31/75

(c) AMEND AUTH PRES NAME FILED 12/15/1975

12/17/75
JRC

LAW OFFICES OF
CAREY AND HARRISON
FLORIDA NATIONAL BANK BUILDING
ST. PETERSBURG, FLORIDA 33701

D. IRVING CAREY
1888-1970
C. FRANK HARRISON
WILLIAM M. CAREY
JACK S. CAREY

December 8, 1975

Hon. Bruce Smathers
Secretary of State
Tallahassee, Florida

Re: Barry and Associates, Inc.

Attn. Corporate Records Division

Dear Sir:

Enclosed herewith, please find original and executed copy of Certification of Amendment of the above captioned corporation, together with a check in the amount of \$25.00.

If the enclosures are proper and in order, please issue a certified copy of the amendment and mail it to the undersigned.

Very truly yours,

CAREY AND HARRISON

By *Jack S. Carey*

JSC:fbk
enc.

15.00
10.00
25.00

DEC 15 8 45 AM '75
U.S. MAIL
TALLAHASSEE, FLORIDA 32301

DEC 11-75 #2 63300 ****10.00
DEC 11-75 #2 63200 ****15.00

DEC 11 12 31 PM '75



Bruce A. Smathers
SECRETARY OF STATE

Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32304

Telephone Number
904/488-3140

Charter Number

310,05

or 15,167

Subject:

This will acknowledge receipt of the following documents for the above captioned corporation:

- ___ 1. Check in the amount of \$ 29.00
- ___ 2. Articles of Incorporation
- ___ 3. Amendment to Articles of Incorporation
- ___ 4. Articles of Merger or Consolidation
- ___ 5. Certificate of Withdrawal received and filed
- ___ 6. Limited Partnership
- ___ 7. Trademark Application

ENCLOSED:

- ___ 1. Certified Copy(ies)
- ___ 2. Certificate(s) under Seal
- ___ 3. Photocopy(ies)
- ___ 4. Other

Filed: 12/12/75

Sincerely,

Nettie F. Sims, Chief
Bureau of Corporation Records

NFS/

Enclosures

CERTIFICATION OF AMENDMENT OF CERTIFICATE OF INCORPORATION
OF
BARRY AND ASSOCIATES, INC.

BARRY AND ASSOCIATES, INC., a Florida Corporation, under its corporate seal and the hands of its President, GENE BARRY, and JOSEPH F. GUNTHER, JR., Secretary, hereby certifies that:

I.

The Board of Directors of said Corporation at a meeting called and held on December 4, 1975, at 4:00 P.M. in the afternoon, adopted the following Resolution:

BE IT RESOLVED by the Board of Directors of BARRY AND ASSOCIATES, INC., a Florida Corporation, that said Board deems it advisable and hereby declares it to be advisable that Paragraph 1 of the Certificate of Incorporation be amended, changed and altered so as to read as follows:

"1. The name of the corporation is:

GUNTHER VOLKSWAGEN, INC."

BE IT FURTHER RESOLVED, by said Board of Directors that a Special Meeting of the Stockholders of record entitled to vote for the consideration of said Amendment be, and the same is hereby called to be held at the office of the Corporation at St. Petersburg, Florida on December 5, 1975 at 4:00 o'clock P.M.

II.

The meeting of the Stockholders of the Corporation called by the Board of Directors as aforesaid, was held on December 5, 1975 at 4:00 P.M. in the afternoon, and at said Special Meeting of the Stockholders, said Amendment of the Certificate of Incorporation was duly adopted by a vote of 24,999 with one not voting.

IN WITNESS WHEREOF, said Corporation has caused this Certificate to be signed in its name by its President and its corporate seal to be hereunto affixed and attested by its Secretary, this the 5th day of December, A. D. 1975.

(SEAL)

ATTEST:

BARRY AND ASSOCIATES, INC.
a Florida Corporation

By

President

Secretary

STATE OF FLORIDA)
COUNTY OF BROWARD) SS.

On this day personally appeared before me, the undersigned officer, duly authorized by the laws of the State of Florida, to take acknowledgments of deeds, GENE BARRY, President of BARRY AND ASSOCIATES, INC., a Florida Corporation, and acknowledged that he executed the above and foregoing Certificate of Amendment as such Officer for and on behalf of said Corporation after having been duly authorized to do so.

WITNESS my hand and official seal at Ft. Lauderdale, Broward County, Florida, this the _____ day of December, 1975.

Notary Public, State of Florida at Large

My Commission expires

12/31/1977
Notary Seal - American Surety Insurance Co.

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF INCORPORATION
OF BRYN MAWR ASSOCIATES, INC., a corporation organized
and existing under the laws of the State of Florida,
changing its name to BRYN MAWR WORKS, GENERAL, a firm,
from the 16th day of December, 1975, as shown
by the records of this Office.

1975 12 16 11:58 AM

CORPORATION ANNUAL REPORT

419 10-76 239*****

DUPLICATE - JAN. 1 DELINQUENT - JULY 1 VALIDATION AREA - DO NOT WRITE IN THIS SPACE

1 320685 6 2 07/08/1967 3 BCC SEE ENVELOPE BACK 5509 1975 YEAR OF LAST REPORT FILED IN THIS OFFICE

4 FED EMPLOYER ID. NO 57-117070 30 CHANGE TO: 1976 YEAR(S) THIS REPORT COVERS

5 CHANGE TO:

5 GUNTHER VOLKSWAGEN, INC.
 EXACT NAME

PLEASE READ INSTRUCTIONS ON BACK

6 STREET ADDRESS OF PRINCIPAL OFFICE. POST OFFICE BOX ALONE WILL NOT BE ACCEPTABLE

6 320685
 GUNTHER VOLKSWAGEN, INC.
 2754 CENTRAL AVE
 ST. PETERSBURG FLA 33712

6a STREET ADDRESS CHANGE

Gunther Volkswagen Inc
 1660 South State Road 7
 Fort Lauderdale, Florida 33317

7 BARRY, GENE
 2754 CENTRAL AVE
 ST. PETERSBURG, FL 33712

7a Barry, Gene
 1120 N.E. 9th Avenue
 Ft. Lauderdale, FL 33304

8 TYPE CORRECTIONS IN SPACE PROVIDED BELOW. STRIKE THROUGH INCORRECT ENTRIES. CORRECTIONS MUST BE LEGIBLE

NAME OF ALL OFFICERS AND DIRECTORS	STREET ADDRESS	CITY / STATE	TITLES MUST BE SHOWN
BARRY, GENE	2754 CENTRAL AVE	ST. PETERSBURG, FL	PRECIP
	120 NE 9th Ave	Ft. Lauderdale, FL	
EARLY, JACK S.	500 FLA NAT'L BANK BLDG.	ST. PETERSBURG, FL	SFC
Joseph E. Gunther Jr.	6 Seneca Road	Ft. Lauderdale, FL	Sec-Treas

DO NOT WRITE IN THIS SPACE

FOR DIVISION USE ONLY

APR 25 9 57 AM '76

I CERTIFY THAT I AM AN OFFICER OF THIS CORPORATION EMPowered TO EXECUTE THIS REPORT AS REQUIRED BY CHAPTER 807, FLORIDA STATUTES. I FURTHER CERTIFY THAT I UNDERSTAND MY SIGNATURE ON THIS REPORT SHALL HAVE THE SAME LEGAL EFFECT AS IF MADE UNDER OATH.


SIGNATURE _____

TITLE President TEL. NO. 584-9610

DATE 3-1-76

CORP. 0175

SEE IMPORTANT DISSOLUTION NOTICE ON OTHER SIDE

 STATE OF FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS CORPORATION ANNUAL REPORT 1977 Bruce A. Smathers Secretary of State Form COR 620	RECEIVED FILED FEB 21 10 32 AM 1977 FLORIDA DEPARTMENT OF STATE CORPORATION DIVISION 83870
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READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES

1. Name and Address of Corporation Principal Office: 320685 GUNTHER VOLKSWAGEN INC. 1660 SOUTH STATE RD 7 FT. LAUDERDALE, FL 33304	2. Enter Change of Address of Corporation Principal Office: P.O. Box Number Alone is NOT Sufficient. Street Address: P.O. Box No.: City: State: Zip Code:
------------------------------------------------------------------------------------------------------------------------------------------------	--------------------------------------------------------------------------------------------------------------------------------------------------------------------------

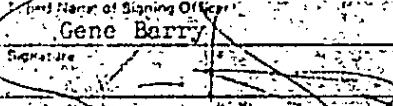
3. Date Incorporated or Qualified To Do Business in Florida: 10/27/67	4. Federal Employer Identification Number: 52-1170702	5. Date of Last Report: 1976
-----------------------------------------------------------------------	-------------------------------------------------------	------------------------------

6. Names and Street Addresses of Each Officer and Director:			
Name of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Number)	City and State
BARRY, GENE	PRES/DIR	3401 Lime Hill Road	Lauderhill, FL 33319
GUNTHER, JOSEPH G. JR.	SEC	6 SENECA ROAD	FT. LAUDERDALE, FL 33308

7. Registered Agent Information: If you wish to change Registered Agent on this form, enter all new information here.	Name: GENE BARRY Street Address (Do NOT Use P.O. Box Number): 275 CEDAR LN (P.O. Box Number) City, State and Zip Code: ST. PETERSBURG, FL 33712
	Name: Gene Barry Street Address (Do NOT Use P.O. Box Number): 3401 Lime Hill Road City, State and Zip Code: Lauderhill, Florida 33319

8. An officer of the Corporation must sign this report. This report must be signed by one of the following: The President, Vice President, Secretary, Assistant Secretary or Treasurer or if the Corporation is in the hands of a receiver or trustee, shall be executed on behalf of the Corporation by the receiver or trustee.
 No Other Titles Will Be Accepted. Your Report Will Be Returned If It Does NOT Bear An Authorized Signature.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607, F.S. I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath.

Name of Signing Officer: Gene Barry Signature: 	Title: President	Telephone Number: 584-9610 Date: 1-6-77
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THIS REPORT MUST BE ACCOMPANIED BY THE \$5 FEE

corp-44

PD 72,72,74,75

No. 3-20,685(c) SURV
GUNTHER VOLKSWAGEN, INC.

Capital Stock, \$ 25,000 sh at \$1. per sh

Principal Office St. Petersburg Filed Sept 8, 1967

Filed By Carey And Harrison, St. Petersburg CLOSE CORP
ORIGINAL NAME: BARRY AND ASSOCIATES, INC.
(a) Res Agent filed 11/4/1967
(b) AGREEMENT OF MERGER MERGING GUNTHER VOLKSWAGEN, INC.
(353581) INTO & UNDER THE ABOVE CORP. FILED 7/31/75
(c) AMEND AUTH PRES NAME FILED 12/15/1975

THE FILING FEE FOR THE 1978 ANNUAL REPORT IS \$10.

STATE OF FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
CORPORATION ANNUAL REPORT
1978



Bruce A. Smathers
Secretary of State

THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE (Form COR 820) 12-1-77

RECEIVED AND FILED
JUN 30 9 00 AM 1978
FLORIDA DEPT. OF STATE
CORPORATIONS DIVISION
TALLAHASSEE, FLORIDA

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES

1. Name and Address of Corporation Principal Office: 320635 GUNTHER WELKSWAGEN, INC. 1660 SOUTH STATE RD 7 FT LAUDERDALE, FLA 33304		2. Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient.	
Street Address		P.O. Box No.	
City		State	
Zip Code			

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code.

3. Date Incorporated or Qualified To Do Business in Florida	09/03/1967	4. Federal Employer Identification Number (FEIN)	59-1172702	5. Date of Last Report	1977
-------------------------------------------------------------	------------	--------------------------------------------------	------------	------------------------	------

6. Names and Street Addresses of Each Officer and Director				
Names of Officers and Directors	Title	Director (x)	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
BARRY, GENE	CEO	1	3401 LINE HILL ROAD	LAUDERMILL, FL
GUNTHER, JOSEPH E JR	SEC		65 SENECA ROAD	FT LAUDERDALE, FL

7. Registered Agent Information If you wish to change Registered Agent on this form, enter all new information here	Name	Street Address (Do NOT Use P.O. Box Number)
	BARRY, GENE	3401 LINE HILL ROAD
	City, State and Zip Code	
	LAUDERMILL, FL 33319	
	Name	Street Address (Do NOT Use P.O. Box Number)
	City, State and Zip Code	

8. An officer of the Corporation must sign this report. This report must be signed by one of the following: The President, Vice President, Secretary, Assistant Secretary or Treasurer or if the Corporation is in the hands of a receiver or trustee, shall be executed on behalf of the Corporation by the receiver or trustee.

No Other Titles Will Be Accepted. Your Report Will Be Returned If It Does NOT Bear An Authorized Signature.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 807 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As if Made Under Oath.

Typed Name of Signing Officer	Title	Telephone Number
Gene Barry	President	305-584-9610
Signature		Date
		1-24-78

NOTE: THE FILING FEE FOR THE 1978 ANNUAL REPORT IS \$10.

THE FILING FEE FOR THE 1979 ANNUAL REPORT IS \$10.

CORPORATION ANNUAL REPORT

STATE OF FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS

FILED

1979 JAN 23 11:12 AM

THIS REPORT MUST BE ACCOMPANIED BY THE FILING FEE

DO NOT WRITE IN THIS SPACE

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES

1. Name and Address of Corporation Principal Office:

320685
GUNTHER VOLKSWAGEN, INC.
1660 SOUTH STATE RD. 7
FT. LAUDERDALE, FLA 33304

2. Enter Change of Address of Corporation Principal Office (P.O. Box Number Alone is NOT Sufficient)

Street Address:

P.O. Box No. 16792 33669 *****10.00

City:

State:

Zip Code:

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.

3. Date Incorporated or Qualified To Do Business in Florida: 9/08/1967

Federal Employer Identification Number (FEIN): 59-170702

4. Date of Last Report: 1978

5. Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
BARRY, GENE	P/D	3901 LIME HILL ROAD	LAUDERMILL, FL
GUNTHER, JOSEPH E JR	S	6 SENECA ROAD	FT. LAUDERDALE, FL

7. Registered Agent Information

If you wish to change Registered Agent on this form, enter all new information below.

Name: BARRY, GENE

Street Address (Do NOT Use P.O. Box Numbers): 3901 LIME HILL ROAD

City, State and Zip Code: LAUDERMILL, FL 33319

8. See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As if Made Under Oath.

DO NOT WRITE IN THIS SPACE

3-23

Signature: Gene Barry

Title: President

Telephone Number: 584-9610

Date: 1-3-79

NOTE: THE FILING FEE FOR THE 1979 ANNUAL REPORT IS \$10.

Q
3

320685



GUNTHER VOLKSWAGEN, INC. - GUNTHER MAZDA

SOUTH STATE ROAD 7, FORT LAUDERDALE, FLORIDA 33317, AREA (305) 584-9810



February 25, 1980

FILED
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
0730 3/27/80
005 27 20565 3:00 GS

Division of Corporations
DEPARTMENT OF STATE
STATE OF FLORIDA
Tallahassee, Florida

It is requested that Block 7 - Registered Agent Information on the Corporation Annual Report be changed as follows:

NEW REGISTERED AGENT

Joseph P. Gunther, Jr.
6 Seneca Road
Sea Ranch Lakes, Florida 33308

The signature of the new registered agent appears below:


Joseph P. Gunther, Jr.
Joseph P. Gunther, Jr.

320685

NOTARY:
Edmund L. ...
NOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES APRIL 19, 1980
MADE FROM ORIGINAL BY UNDEXWRITES

Signed: *Joseph P. Gunther, Jr.*
Joseph P. Gunther, Jr., President

DUPLICATE DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION ANNUAL REPORT  1980 THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE	FLORIDA DEPARTMENT OF STATE George Firestone Secretary of State DIVISION OF CORPORATIONS	DO NOT WRITE IN THIS SPACE FILED APR 7 5 41 AM 1980 FLORIDA DEPARTMENT OF STATE CORPORATION'S DIVISION TALLAHASSEE, FLORIDA
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READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES
 PLEASE STAPLE CHECK TO ANNUAL REPORT

1. Name and Address of Corporation Principal Office: 320685 GUNTHER VOLKSWAGEN, INC. 1660 SOUTH STATE RD. FT. LAUDERDALE, FLA. 33304	2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient. Street Address P.O. Box No. City State Zip Code
--------------------------------------------------------------------------------------------------------------------------------------------------	---------------------------------------------------------------------------------------------------------------------------------------------------------------------

3. Date Incorporated or Qualified to Do Business in Florida: 9/08/1967	4. Federal Employer Identification Number (FEIN): 59-1170702	5. Date of Last Report: 1979
------------------------------------------------------------------------	--------------------------------------------------------------	------------------------------

6. Names and Street Addresses of Each Officer and Director			
Name of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
GARRY, GENE	P/O	3401 LINE HILL ROAD	LAUDERHILL, FL
GUNTHER, JOSEPH P. JR.	P/O	61 SENECA ROAD	FT. LAUDERDALE, FL
Gunter, Joseph P. Jr.	P/O	61 Seneca Road	Sea Ranch Laken, Fl. 33306
Irwin, C. Edwin	S/T	2360 E. N. 101 Terrace	Sunrise, Fl. 33322

Registered Agent Information BARRY, GENE Street Address (Do NOT Use P.O. Box Number) 3401 LINE HILL ROAD City, State and Zip Code LAUDERHILL, FL 33319	To change the Registered Agent and/or Registered Office a separate statement signed by the new Registered Agent and executed by the President or Vice President of the corporation must be filed with a fee of \$3.
-----------------------------------------------------------------------------------------------------------------------------------------------------------------------	---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

(See signature restrictions under instructions on reverse side of this form.)
 I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607, F.S. I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.

Name of Signing Officer: Joseph P. Gunther, Jr.	Title: President	Telephone Number: 584-9610
Date: February 25, 1980		

DO NOT WRITE IN THIS SPACE

DUE DATE: ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR.

CORPORATION
ANNUAL REPORT
1981



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

George Firestone
Secretary of State

FILED

NOV 30 12 03 PM '81

SECRETARY OF STATE

READ INSTRUCTIONS ON OTHER SIDE BEFORE MAKING CHANGES

1. Name and Address of Corporation (Principal Office) 320665 GUNTHER VOLKSWAGEN, INC. 660 SOUTH STATE RD. EATON LAUDERDALE, FLA 33304		2. Enter Changes of Address of Corporation (Principal Office, P.O. Box Number Along is NOT Strikethrough) Street Address P.O. Box No. City State Zip Code	
---------------------------------------------------------------------------------------------------------------------------------------------------	--	-----------------------------------------------------------------------------------------------------------------------------------------------------------------------	--

3. Date Incorporated or Qualified To Do Business in Florida: 10/10/67	4. Federal Employer Identification Number (FEIN): 59-01170702	5. Date of Last Report: 10/10/77
-----------------------------------------------------------------------	---------------------------------------------------------------	----------------------------------

6. Names and Street Addresses of Each Officer and Director			
Name of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
GUNTHER, JOSEPH F. JR.	P/D	5 SENECA RD.	SEA RANCH LAKES, FL
STURDIK, CAROL E.	(S)	3822 SHELLEY RD. NORTH	WEST PALM BEACH, FL

Registered Agent Information	
Name	Name
GUNTHER, JOSEPH F. JR.	GUNTHER, JOSEPH F. JR.
5 SENECA ROAD	56 Seneca Road
SEA RANCH LAKES, FL 33083	SEA RANCH LAKES, FL 33083

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the state of Florida. Such change was authorized by resolution duly adopted by its board of directors on _____.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment)
\$3.00 additional fee required for Registered Agent changes.

10. See signature restrictions under instructions on reverse side of this form.

Certify that I am an Officer of the Corporation, the Publisher or Trustee Empowered to Execute This Report as Required by Chapter 607.

(Under Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath)

Signature: <i>Joseph F. Gunther Jr.</i>	Date: 11/19/81
Typed Name of Signing Officer: Joseph F. Gunther Jr.	Telephone Number: 946-2636 (305)
Title: President/Director	

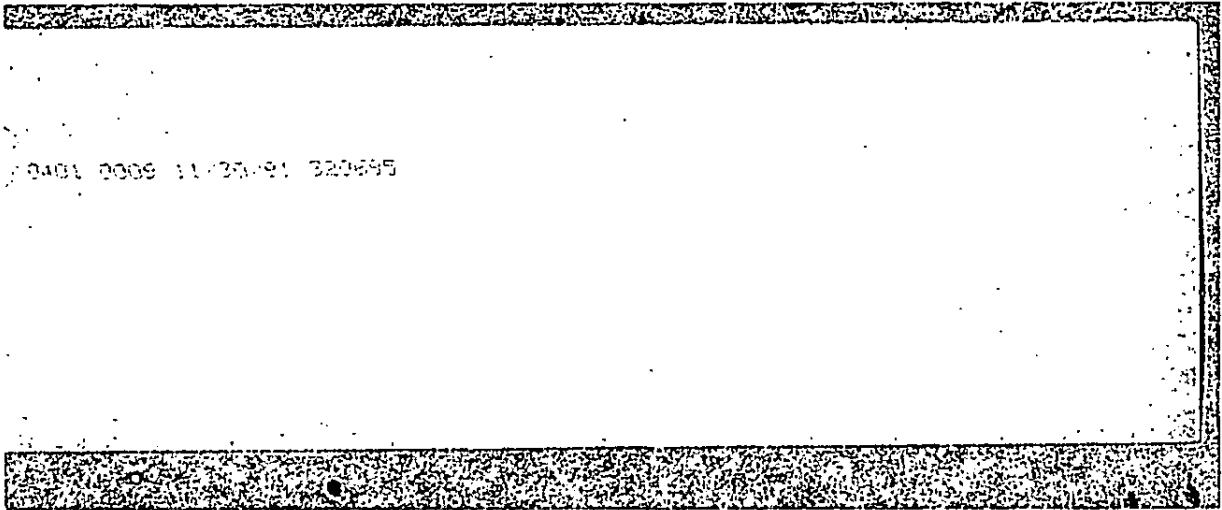
DETACH STUB ONLY IF THERE ARE NO CHANGES TO THIS REPORT

NO CHANGE REPORT
1981 ANNUAL REPORT

BUNNER VOLKSWAGEN, INC.

Part 2

BEGINS



DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

1982

Secretary of State

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of \$10 Required - Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office		2. Latest Change of Address of Corporation Principal Office (Do Not Use P.O. Box Number Unless No. 1 Guide)	
320685 GUNTHER VOLKSWAGEN, INC. 1660 SOUTH STATE RD FT. LAUDERDALE, FLA 33304		Street Address P.O. Box City State Zip Code	
3. Date Incorporated in Quoted State (Do Not Use P.O. Box Address)		4. Federal Employer Identification Number (EIN)	
09/08/1967		59-1170702	
5. Name and Street Address of Each Officer and Director		6. Date of Last Report	
STURDIK, CAROL E GUNTHER, JOSEPH F, JR		11/30/1981	

Name of Officer or Director	Street Address of Each Officer and Director (Do Not Use P.O. Box Number)	City and State
STURDIK, CAROL E	3822 SHELLEY RD NORTH	WEST PALM BCH, FL 0000
GUNTHER, JOSEPH F, JR	P/O 6 SENECA RD	SEA RANCH LAKES, FL 0000

Registered Agent Information

7. Name and Address of Current Registered Agent	
GUNTHER, JOSEPH F, JR 6 SENECA ROAD 33306	
8. Name and Address of New Registered Agent	
Name Street Address (Do Not Use P.O. Box Number) City, State and Zip Code	

I, Pursuant to the provisions of Sections 607.021 and 607.022, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, hereby certifies that the foregoing is true and correct for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

Such change was authorized by resolution duly adopted by the Board of Directors on _____

Signature: _____ Date: _____

(Registered Agent Accepting Appointment)

\$3.00 additional fee required for Registered Agent changes.

10. See signature restrictions under instructions on reverse side of this form.

I, _____, am an officer of the Corporation, the Receiver or Trustee Empowered to Execute this Report as Required by Chapter 507, F.S. I further certify that the signature of the President on this Report shall have the same legal effect as if made under oath.

Signature	Date
Joseph F. Gunther, Jr.	3/16/82
Title	Telephone Number
President	305-584-9610

90 DAY NOTICE OF INTENT TO DISSOLVE

CORPORATION
ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

1983

George Firestone
Secretary of State

NOT APPROVED
AND
FILED

SEP 9 9 52 AM 1983

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$10 Required - Make Checks Payable To: Secretary of State, TALLAHASSEE, FLORIDA

1. Name and Address of Corporation Principal Office		2. Prior Change of Address of Corporation Principal Office, P.O. Box Number Always NOT Sufficient	
320665 GUNTHER VOLKSWAGEN, INC. 1660 SOUTH STATE RD 7 FT LAUDERDALE, FLA 33304		Street Address	
		P.O. Box No.	
		City	
		State Zip Code	

3. Date Incorporated or Qualified To Do Business in Florida	4. Federal Employer Identification Number (EIN)	5. Date of Last Report
09/04/1967	59-1170702	04/07/1982

6. Names and Street Addresses of Each Officer and Director, as of December 31, 1982			
Name of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Number)	City and State
STURDIK, CAROL E	S	3822, SHELLEY RD NORTH	WEST PALM BCH, FL 0000
GUNTHER, JOSEPH F, JR	P/O	6, SENECA RD	SEA RANCH LAKES, FL 0000

7. Registered Agent Information	
A. Name and Address of Current Registered Agent	B. Name and Address of New Registered Agent
GUNTHER, JOSEPH F, JR 6, SENECA ROAD SEA RANCH LAKES, FL 33306	Name Street Address (Do NOT Use P.O. Box Number) City, State and Zip Code

I am a resident of the State of Florida and I am authorized to execute this report as required by Chapter 607, Florida Statutes, and I understand the consequences of changing its registered office or registered agent, or both, in the State of Florida. Such change will be authorized by resolution duly adopted by its board of directors or its shareholders.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment)

\$3.00 additional fee required for Registered Agent changes.

I certify that I am an officer of the Corporation, the Director or Trustee Remanding to Execute this Report as required by Chapter 607, Florida Statutes, and I understand the consequences of changing its registered office or registered agent, or both, in the State of Florida.

Signature of Signing Officer	Title	Date
Joseph F. Gunther Jr.	President	8/31/83
	Registration Number	305-584-9610

REGULARLY DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER DECEMBER 31 OF EACH YEAR

CORPORATION

ANNUAL REPORT
1985



Florida Department of State
Secretary of State
Division of Corporations

APPROVED

Need Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$20 Required - Make Checks Payable To: Secretary of State

Name and Address of Corporation (Printed Name)

3306 S.
GUNTHER VOLKSWAGEN, INC.
1660 SOUTH STATE RD.
FT. LAUDERDALE, FLA 33304

33304

Enter Change of Address of Corporation in Block 2
Other P.O. Box Number or Mailing Address

Street Address

P.O. Box No.

State

If 1984 address is incorrect or any other error in correct address
in block 2, include zip code

Date Incorporated or Qualified
To Do Business in Florida 01/08/1967

Federal Employer
Identification Number 50-1170702

Date of
Last Report 02/27/1984

Names and Street Addresses of Each Officer and Director as of December 31, 1984

Name of Officer and Director	Title	Street Address of Last Office and Director (Do NOT Use Post Office Box Number)	City or State
STURDIK, CAROL E	S	3623 SHELLEY DR NORTH	WEST PALM BEACH, FL - 33408
OWLER, CAROL E		19th S.W. 84th Terr	North Lauderdale, FL 33061
GUNTHER, JOSEPH F, JR	P/O	6 SENECA RD	SEA RANCH LAKES, FL 33080

Registered Agent Information

Name and Address of Current Registered Agent

GUNTHER, JOSEPH F, JR
6 SENECA ROAD
SEA RANCH LAKES, FL 33306

33306

Name and Address of Former Registered Agent

Name
Street Address (Do NOT Use P.O. Box Number)
City, State and Zip Code

Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation registered under the laws of this state has attempted for the purpose of changing its registered office or registered agent, or both, in the state of Florida. Such change was authorized by resolution duly adopted by its board of directors on _____.

SIGNATURE (Registered Agent Accepting Appointment)

\$3.00 additional fee required for Registered Agent changes.

I Certify that I am an Officer of the Corporation, the President or Registered Employer with the State of Florida, and I am hereby accepting the appointment of the registered agent named above and accept the obligations of Section 607.034, Florida Statutes.

Joseph F. Gunther, Jr.
Signature of Signing Officer

Joseph F. Gunther, Jr. President

\$5 additional fee required for a Certificate of Status

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST

CORPORATION
ANNUAL REPORT
1988



FLORIDA DEPARTMENT OF STATE
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Filing Fee of \$25 Required - Make Checks Payable To: Secretary of State

Name and Address of Corporation
320585
GUNTHER VOLKSWAGEN, INC.
1660 SOUTH STATE RD.
LAUDERDALE, FLA 33304

Name and Address of Registered Agent
City and State
Date

Date incorporated in Florida 09/02/1967 Federal Income Tax ID No. 59-1170702 Date filed 03/02/1988

Name and Street Address of Last Office and Director as of Corporation's 1987

Name of Officer and Director	Title	Street Address of Office	City and State
CHAUDLER, CAROL E.		1904 SW 53 TER	LAUDERDALE, FL
GUNTHER, JOSEPH F. JR.	P/D	6 SENECA RD	SEA RANCH LAKES, FL 33069
GUNTHER, JOSEPH F. III	S/VP	6 Winona Lane	Sea Ranch Lakes, FL 33308

REGISTERED AGENT INFORMATION

Name and Address of Current Registered Agent
GUNTHER, JOSEPH F. JR.
6 SENECA ROAD
SEA RANCH LAKES, FL
33308

Signature of Registered Agent
Date

Signature of Secretary of State
Date

Signature of Secretary of State
Date
\$5 Address Fee required by a Corporation of State

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST

APPROVED AND

CORPORATION
ANNUAL REPORT
1989



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

APR 11 1990

Filing Fee of \$35 Required - Make Checks Payable To: Secretary of State

Name and Address of Corporation (Not for Mailing Envelope)
ZIP
320685-71
GUNTHER VOLKSWAGEN, INC
1660 SOUTH STATE RD 71
FT LAUDERDALE, FLA 33304

Every Mailing of Address of Corporation (Not for Mailing Envelope)
Office, P.O. Box Number Above is NOT Sufficient
Street Address
P.O. Box
City and State ZIP
Zip Code 31

Date of Incorporation or Change of Name in Florida (S) 09/08/1967
Federal Employer Identification Number (If Any) 59-1170702
Filing Period 02/22/1988

Name and Street Address of Each Officer and Director as of December 31, 1988

Title	Name of Officers and Directors	Street Address of Each Officer and Director (Do Not Use Post Office Box Numbers)	City and State ZIP
S/V/P	GUNTHER, JOSEPH P, III	6 WINONA LANE	SEA RANCH LAKES, FL
P/D	GUNTHER, JOSEPH P, JR	6 SENECA RD	SEA RANCH LAKES, FL 00000

REGISTERED AGENT INFORMATION

Name and Address of Registered Agent
GUNTHER, JOSEPH P, JR
6 SENECA ROAD
SEA RANCH LAKES, FL
33308

Signature of Registered Agent
Joseph P. Gunther, Jr.

Date of Signature
4/3/89

Signature of Officer or Director
Joseph P. Gunther, Jr.

Title
President

Telephone Number
305-584-9610

CERTIFICATE OF STATUS DESIRED

STATE OF FLORIDA
DIVISION OF CORPORATIONS

FILE NOW! THIS ANNUAL REPORT WILL BE DELINQUENT AFTER JULY 1ST

CORPORATION
ANNUAL REPORT
1990



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

FILED
30 FEB 12 12 26

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$35 Required - Make Checks Payable To: Secretary of State

Name and Address of Corporation Principal Office

320685 1
ZIP + 4 PRESORT

GUNTHER VOLKSWAGEN, INC.
1660 SOUTH STATE RD 7
FT LAUDERDALE, FLA 33304

It is hereby certified that the above is a true and correct copy of the original as filed in the office of the Secretary of State.

Date of Incorporation or Qualification

09/08/1967

File Number

59-1170702

Officer

S/VP GUNTHER, JOSEPH F. III

6 WINONA LANE

SEA RANCH LAKES, FL.

P/D

GUNTHER, JOSEPH F, JR

6 SENECA RD

SEA RANCH LAKES, FLOO000

V/P

Staff, Richard

13840 Chatham Place

Davie, FL 33325

T

Gunther, John C.

26 Winnebago Road

Sea Ranch Lakes, FL 33988

REGISTERED AGENT INFORMATION

GUNTHER, JOSEPH F, JR
6 SENECA ROAD
SEA RANCH LAKES, FL
33308

FL

Joseph F. Gunther, Jr. President

President

305-797-1000

\$5 Additional Fee required for a Certificate of Sales

FILE NOW! CORPORATION STATUS WILL BE
DELINQUENT AFTER JULY 1ST

CORPORATION
ANNUAL REPORT
1991



FLORIDA DEPARTMENT OF STATE
Secretary of State
DIVISION OF CORPORATION

APPROVED
SECRETARY OF STATE
CORPORATION
TALLAHASSEE, FL
FILED

FILING FEE OF \$61.25 REQUIRED

15 Name and Mailing Address of Corporation: **DOCUMENT # 320885 (1)**
GUNTHER VOLKSWAGEN, INC
1660 SOUTH STATE RD 7
FT LAUDERDALE, FLA 33304

16 Address in Block 15 is incorrect, wrong way, when the correct address (name, PO Box) is acceptable. The NAME of the corporation can be changed only by filing an amendment.
17 Street Address
18 PO Box No.
19 City and State
20 Zip Code

31 Date Incorporation or Dissolution: **09/08/1967** 32 FEE Number: **59-1170702** 33 FEE Number Applied For: **58 75** 34 FEE Number Not Applicable: **CERTIFICATE OF STATUS DESIRED**

16	17 Name of Officers and Directors	18 Street Address of Officer and Director (Do NOT Use Post Office Box Numbers)	19 City and State
S	GUNTHER, JOSEPH F. III	6 WINONA LANE	SEA RANCH LAKES, FL
P/D	GUNTHER, JOSEPH F. JR	6 SENECA RD	SEA RANCH LAKES, FL 00000
V/P	STOFF, RICHARD	13840 CHATHAM PLACE	DAVIE, FL
T	GUNTHER, JOHN C	26 WINNEBAGO ROAD	SEA RANCH LAKES, FL

REGISTERED AGENT INFORMATION

21 Name and Address of Current Registered Agent:
GUNTHER, JOSEPH F. JR
6 SENECA ROAD
SEA RANCH LAKES, FL
33308

I, the undersigned, certify that the information appearing on this annual report is true and accurate and that the signature shall have the same legal effect as if made under oath. I understand that any willful or negligent falsification of this information is a crime and may result in the suspension or revocation of my license to act as a registered agent. I am hereby sworn, and accept the consequences if I do not comply with the provisions of Sections 607.012 and 607.013, Florida Statutes, and the provisions of the Constitution of the State of Florida.

SIGNATURE: *[Signature]* DATE: **2-7-91**
Title: **Vice President**
Telephone Number (Home): **305-797-1680**

FILING FEE OF \$61.25 REQUIRED - Make Checks Payable To: Secretary of State \$8.75 Additional Fee required for a Certificate of Status

320685

LUBBERS & LYNCH, P.A.

1000 NORTH FLORIDA AVENUE
SUNSHINE BUILDING, SECOND FLOOR
FORT LAUDERDALE, FLORIDA 33308

ROBERT G. LUBBERS, JR.
DAVID LYNCH
OF COUNSEL
MICHAEL W. HATZEL
KENNETH D. HUTCHINSON

MAILING ADDRESS
POST OFFICE BOX 3828
FORT LAUDERDALE, FLORIDA 33330
TELEPHONE (305) 573-2544
TELEFAX (305) 573-2545

September 23, 1991

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

RE: Articles of Amendment of Gunther Volkswagen, Inc. and
two (2) Applications for Registration of Fictitious Name

Dear Sir/Madam:

Enclosed please find an original and a copy of the Articles of
Amendment to Articles of Incorporation of Gunther Volkswagen, Inc.
for filing as well as two Applications for Registration of
Fictitious Name, to wit, Gunther Mazda and Gunther Volkswagen.
Also enclosed is this firm's trust account check in the sum of
\$247.50 representing the following fees:

Filing fee for Amendment to Articles	\$ 35.00
Certified Copy	52.50
Filing fee for Fictitious Name App./Gunther Mazda	50.00
Certified copy	30.00
Filing fee for Fictitious Name App./Gunther Volkswagen	50.00
Certified copy	<u>30.00</u>
Total	\$247.50

Please return a certified copies of each of the documents being
filed with your office. Thank you.

Very truly yours,

LUBBERS & LYNCH, P.A.,



R.G. LUBBERS, JR.
RGL:ys
Encs.
cc: Mr. Richard Stoff

Name	
Address	
Department	
Examiner	
Updater	
Director	
Assistant Director	
Secretary	
Assistant Secretary	
Comptroller	
Assistant Comptroller	
Chief Clerk	
Assistant Chief Clerk	

Handwritten notes:
Gunter Volkswagen
Mazda
1/24/91

FILED
91 SEP 27 PM 3:11

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
GUNTHER VOLKSWAGEN, INC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I of the Articles of Incorporation of GUNTHER VOLKSWAGEN, INC. was amended by the Corporation's Board of Directors on 09-16, 1991. The Corporation is filing these Articles of Amendment to Articles of Incorporation pursuant to F.S. 607.0602.

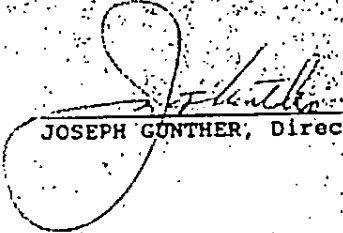
1. The name of the Corporation is:
GUNTHER VOLKSWAGEN, INC.

2. Article I of the Articles of Incorporation of GUNTHER VOLKSWAGEN, INC. is amended as follows:

"The name of this corporation is: GUNTHER MOTOR COMPANY."

3. The foregoing Amendment to Articles of Incorporation was duly adopted by the Board of Directors on the 16 day of SEPTEMBER, 1991, by all of the shareholders.

IN WITNESS WHEREOF, the undersigned Director of this Corporation has executed these Articles of Amendment on the 16 day of SEPTEMBER, 1991.


JOSEPH GUNTHER, Director

FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST.

CORPORATION
ANNUAL REPORT
1992



DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

APPROVED
SEC. OF STATE
CORPORATIONS DIV.
TALLAHASSEE, FLA.
FILED

FILING FEE \$61.25 Make Payable To: Secretary of State

Filing and Mailing Address of Corporation: **DOCUMENT # 320685 (1)**
GUNTHER MOTOR COMPANY
1660 SOUTH STATE RD 7
FORT LAUDERDALE FL 33317-6408

2. A statement shall be prepared by the corporation showing the correct information and how the correct status is being maintained. The name of the corporation is being changed from the date of filing.
21 Mailing Address
22 P.O. Box No.
23 City and State
3. Date of incorporation: **09/08/1967**

4. Date of this Report: **02/13/1991**
5. Filing Number: **59-1170702**
6. Filing Fee: **\$8.75** (Additional Fee required for a Certificate of Status of Corp.)

8. Name and Street Address of Each Director (Name, Title, Office, and Street Address) (List 1001) (Use Print or Clear-Print Characters)

1	2	3	4
Name	Number of Shares and Dividends	Street Address of Home Office and Street Address (List 1001) (Use Print or Clear-Print Characters)	City and State
S	GUNTHER, JOSEPH F. III	6 WINONA LANE	SEA RANCH LAKES, FL
P/D	GUNTHER, JOSEPH F. JR	6 SENECA RD	SEA RANCH LAKES, FL
V/P	STOFF, RICHARD	13840 CHATHAM PLACE	DAVIE, FL
T	GUNTHER, JOHN C.	26 WINNEBAGO ROAD	SEA RANCH LAKES, FL

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent:
GUNTHER, JOSEPH F. JR.
6 SENECA ROAD
SEA RANCH LAKES, FL 33308

10. *File considered correct with 59-1170702*
SIGNATURE *[Signature]*
Joseph F. Gunther, Jr. President

305 797-1660

17. Should any information be furnished to the Division concerning the filing of this report, it should be furnished to the Division.

File Now Filing Fee after May 1 is \$225.00

CORPORATION
ANNUAL REPORT
1993

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS



APPROVED
SEC. OF STATE
CORPORATIONS DIV.
TALLAHASSEE, FLA.
FILED

DOCUMENT # 320888 (1)

GUNTHER MOTOR COMPANY
1660 STATE ROAD 7
FORT LAUDERDALE FL 33317-8400

3. Date Incorporated or Qualified 09/08/1967
3a. Date of Last Report 03/04/1992

1. FILING FEE \$200.00
ANNUAL REPORT \$61.25 + \$128.75 CORPORATION SUPPLEMENTAL FEE
MAKE CHECK PAYABLE TO DEPARTMENT OF STATE

591170702
8.75

2. Mailing Address
2a. Mailing Place of Record
2b. Mailing City, State, Zip
2c. Mailing Country

9. Number of Shares Authorized
10. Number of Shares Outstanding
11. Total Assets
12. Total Liabilities
13. Total Equity

14. Name and Address of Current Registered Agent
GUNTHER, JOSEPH F. JR.
61 SENECA ROAD
SEA RANCH LAKES FL 33308

15. Name
16. Mailing Address
17. City, State, Zip
18. Country

19. Signature of Registered Agent
GUNTHER, JOSEPH F. JR.
DATE

20. OFFICERS AND DIRECTORS		21. OFFICERS AND DIRECTORS OWNERS	
20.1 NAME	20.2 ADDRESS	21.1 NAME	21.2 ADDRESS
GUNTHER, JOSEPH F. JR.	61 SENECA ROAD SEA RANCH LAKES FL		
P/D	GUNTHER, JOSEPH F. JR.		
	61 SENECA ROAD SEA RANCH LAKES FL		
V/P	STOFF, RICHARD		
	13940 CHATHAM PLACE DAVIE FL		
	GUNTHER, JOHN C.		
	26 WINNEBAGO ROAD SEA RANCH LAKES FL		

22. Signature of President
Joseph F. Gunther, Jr.
23. Title
President
24. Date
03/05/1992

FILE NOW FILING FEE AFTER MAY 1 IS \$225.00

APPROVED AND FILED

1994

94 JAN 19 AM 10:02

GUNTHER MOTOR COMPANY

DOCUMENT # 320685 (1)

SECRETARY OF STATE TALLAHASSEE, FLORIDA

1600 SOUTH STATE RD 7 FT LAUDERDALE FL 33017-6401

1600 SOUTH STATE RD 7 FT LAUDERDALE FL 33017-6408

09/08/1967

02/17/1993

59-1170702

\$3.75 Additional Fee Required

\$5.00

8. Name and Address of Current Registered Agent

GUNTHER, JOSEPH F. JR
6 SENECA ROAD
SEA RANCH LAKES FL 33308

10. Name and Address of Former Registered Agent

FL

S
GUNTHER, JOSEPH F. III
6 WINONA LANE
SEA RANCH LAKES FL
P.O.
GUNTHER, JOSEPH F. JR
6 SENECA RD
SEA RANCH LAKES FL
V.P.
STOFF, RICHARD
13840 CHATHAM PLACE
DAVE FL
T
GUNTHER, JOHN C
26 WINNEBAGO ROAD
SEA RANCH LAKES FL

SIGNATURE:

Joseph F. Gunther, Jr. 1/13/94

305 117-0600

FILE NOW - FILING FEE AFTER MAY 1 IS \$225.00

1995

DOCUMENT # 320685 (1)

95 JAN 13 10 11 AM '95

GUNTHER MOTOR COMPANY

1880 SOUTH STATE RD 7
FT LAUDERDALE FL 33317-6408

1880 SOUTH STATE RD 7
FT LAUDERDALE FL 33317-6408

3. Date of Issuance	09/08/1967	34. Date of Last Payment	01/19/1994
4. Tax Number	59-1170702	35. Assessor's Fee	\$8.75
5. Estimated Annual Premium		36. Assessor's Fee	\$5.00
6. Estimated Annual Premium		37. Assessor's Fee	
7. Estimated Annual Premium		38. Assessor's Fee	
8. Estimated Annual Premium		39. Assessor's Fee	
9. Estimated Annual Premium		40. Assessor's Fee	

9. Name and Address of Current Registered Agent
 GUNTHER, JOSEPH F. JR.
 6 SENECA ROAD
 SEA RANCH LAKES FL 33308

10. Name and Address of Firm Registered Agent

11. Name and Address of Registered Agent

12. Name and Address of Registered Agent

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SIGNATURE: *Joseph F. Gunther Jr* Joseph F. Gunther Jr 1-13-95 3057971660