

Division of Corporations

Page 1 of 2

352927

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Division of Corporations
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(((H03000189654 4)))

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Account Name : HENDERSON, FRANKLIN, STARNES & HOLT, P.A.
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BASIC AMENDMENT

MIRACLE MILE AUTO LEASING INC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

RECEIVED

03 MAY -8 PM 4:14

DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAY -8 PM 4:19

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NOTE PUNCTUATION IN CORPORATE NAME

05/08/2003 15:58 FAX 239 334 4100

Henderson Franklin

002/005



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 8, 2003

MIRACLE MILE AUTO LEASING INC
P.O. BOX 1199
FORT MYERS, FL 33902US

SUBJECT: MIRACLE MILE AUTO LEASING INC
REF: 352927

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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FAX Aud. #: H03000189654
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FAX AUDIT NO.: H03000189654 4

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
MIRACLE MILE AUTO LEASING INC**

Document Number: 352927

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned corporation, pursuant to a resolution duly adopted by its shareholders and board of directors, hereby adopts the following Amended and Restated Articles of Incorporation:

**ARTICLE 1
NAME AND ADDRESS**

The name of this corporation shall be MIRACLE MILE AUTO LEASING, INC. The principal business address of the corporation is 1800 Boy Scout Drive, Fort Myers, Florida 33907. The mailing address of the corporation is P.O. Box 1199, Fort Myers, Florida 33902-1199.

**ARTICLE 2
DURATION**

This corporation was incorporated on September 26, 1969, and shall have perpetual existence thereafter.

**ARTICLE 3
PURPOSE**

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

**ARTICLE 4
CAPITAL STRUCTURE**

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be one million (1,000,000) shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00). Nine hundred ninety thousand (990,000) of the authorized shares shall be designated as non-voting common stock and ten thousand (10,000) of the authorized shares shall be designated as voting common stock; with the exception of voting rights, the shareholders shall have identical rights in all other respects.

FAX AUDIT NO.: H03000189654 4

FAX AUDIT NO.: H03000189654 4

ARTICLE 5
REGISTERED AGENT AND OFFICE

The name of the registered agent of the corporation at its registered office, and the street address of its registered office, is as follows:

NAME**ADDRESS**

SAM M. GALLOWAY, JR.

1800 Boy Scout Drive, Main Building 1
Fort Myers, Florida 33907

ARTICLE 6
DIRECTORS

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1).

ARTICLE 7
PREEMPTIVE RIGHTS

Every shareholder, upon the issuance by the corporation of authorized but unissued shares of stock of the corporation (other than the original issue of shares of stock to subscribers) or upon the issuance by the corporation of treasury stock, shall have the right to purchase a pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is issued to others.

ARTICLE 8
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended or repealed by the shareholders of the corporation may not be repealed, altered, amended or readopted by the Board of Directors if the shareholders so provide.

ARTICLE 9
SUBSCRIBER

The name and the address of the person signing these Amended and Restated Articles of Incorporation is as follows:

NAME**ADDRESS**

SAM M. GALLOWAY, JR.

1800 Boy Scout Drive, Main Building 1
Fort Myers, Florida 33907

FAX AUDIT NO.: H03000189654 4

The foregoing Amended and Restated Articles of Incorporation restate and integrate or amend in accordance with Section 607.1006 the provisions of the corporation's Articles of Incorporation as theretofore amended, and there is no discrepancy between those provisions and the provisions of the Amended and Restated Articles of Incorporation.

Dated: 5/6, 2003

MIRACLE MILE AUTO LEASING INC

By: Sam M. Galloway, Jr.
Sam M. Galloway, Jr., President**CERTIFICATE**

In accordance with Section 602.1007(4), it is hereby certified that the Board of Directors adopted the Amended and Restated Articles of Incorporation and the amendments to the Articles of Incorporation appearing in the Amended and Restated Articles of Incorporation were unanimously approved by the shareholders in accordance with the Florida Business Corporation Act.

Dated: 5/6, 2003

MIRACLE MILE AUTO LEASING INC

By: Sam M. Galloway, Jr.
Sam M. Galloway, Jr., President