

CT CORPORATION SYSTEM

F01000005191

CORPORATION(S) NAME

1) Gainesville Automotive, Inc.;

~~2) Gainesville Automotive, Inc. Fictitious Name: Prestige Lincoln Mercury~~

~~3) Gainesville Automotive, Inc. Fictitious Name: Prestige Ford~~

FILED
01 OCT -2 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Handwritten initials)

BR

- | | | |
|---|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign <i>qual</i> | <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of RA |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Photocopies | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Call If Problem | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | <input type="checkbox"/> Will Wait | |

RECEIVED
01 OCT -2 AM 11:06
DIVISION OF CORPORATION

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

10/2/01

Order#: 4784706

700004620027--8
-10/02/01--01041--010
Ref#: *****70.00 *****70.00

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

BR

Please add FL registration # to subsequent filings (2).
Thanks!

FILE FIRST



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 2, 2001

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: GAINESVILLE AUTOMOTIVE, INC.
Ref. Number: W01000022753

RECEIVED
01 OCT -4 AM 11:13
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL ORIDA

FILED
01 OCT -2 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for GAINESVILLE AUTOMOTIVE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The DELAWARE certificate you have sent is the first page of a Certified Copy of the Articles of Incorporation. We cannot accept this.

What we required is a CERTIFICATE OF EXISTENCE from the Secretary of State of Delaware. This 1-page certificate states that the corporation is filed in Delaware, and that it hasn't filed Articles of Dissolution as of the date of the certificate. The date must be within the past 90 days.

Please note that we are RETAINING the \$70.00 filing fee sent for the corporation, and that we are also RETAINING the two \$50.00 payments you sent for the two fictitious name filings -- PRESTIGE LINCOLN MERCURY and PRESTIGE HYUNDAI. Both fictitious name filings are being RETAINED UNFILED. Both will be completed when you return the corporate application.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 201A00055297

CUS is attached. Please backdate and file. Customer wishes to ABANDON the (2) Fictitious Name filings. Please return to me and initiate a refund.

Thank you!
Jauna@CT

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED
OCT 28 PM 12:35
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. GAINESVILLE AUTOMOTIVE, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE

(State or country under the law of which it is incorporated)

3. APPLIED FOR

(FEI number, if applicable)

4. 9/12/2001

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2201 N. MAIN STREET

GAINESVILLE, FLORIDA 32609

(Current mailing address)

8. AUTOMOBILE DEALERSHIP-SALES AND SERVICE OF NEW AND USED MOTOR VEHICLES AND RELATED

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

ACTIVITIES

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

Claudia L. Saari

(Registered agent's signature)

Claudia L. Saari
Asst. Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: SEE ATTACHED RIDER

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

01 OCT -2 PM 12:38
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: SEE ATTACHED RIDER

Address: _____

Vice President: _____

Address: _____

Secretary: _____

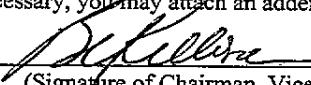
Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. B. L. KILBRIDE-VICE PRESIDENT

(Typed or printed name and capacity of person signing application)

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01 OCT -2 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RIDER

President Leo J. Hill
2201 N. Main Street
Gainesville, FL 32609

Vice President/Director B.L. Kilbride
Mail Drop 1SW-C
16800 Executive Plaza Dr.
Dearborn, MI 48126

Director W.A. Creamean
Mail Drop 1SW-C
16800 Executive Plaza Dr.
Dearborn, MI 48126

Director R.C. Mattingly
Mail Drop 1SW-C
16800 Executive Plaza Dr.
Dearborn, MI 48126

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GAINESVILLE AUTOMOTIVE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF OCTOBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
01 OCT -2 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3424903 8300

010492003

AUTHENTICATION: 1373564

DATE: 10-03-01