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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

400001858204
-00/11/95--0111--017
***78.75 ***78.75

SUBJECT: Charlotte Automotive, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

John A. Slover, Jr.

(Name of Person)

CALIFF & HARPER, P.C.

(Firm/Company)

P.O. Box 719

(Address)

Moline, Illinois 61266-0719

(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

John A. Slover, Jr.

(Name of Person)

at (309) 764 - 8361

Area Code & Daytime Telephone Number

FILED
JUN 10 PM 4:11
TALLAHASSEE, FLORIDA

6/11

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

**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. Charlotte 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. Illinois
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. 4/11/96
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 4/15/96
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)
7. 1252 Tamiami Trail
Port Charlotte, Florida 33953
(Current mailing address)
8. Automobile dealership
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent:**
Name: Robert W. Stucker
Office Address: 1220 E. Industrial Drive
Orange City, Florida, 32763
(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.


(Registered agent's signature)

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.

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TALLAHASSEE, FLORIDA

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: Robert W. Stucker

Address: 1220 E. Industrial Drive
Orange City, Florida 32763

Vice Chairman: Charles W. Chapman

Address: 1252 Tamiami Trail
Port Charlotte, Florida 33953

Director: Wendell H. Moore

Address: 2751 Morton Drive
East Moline, Illinois 61244

Director: Frank Sheriff

Address: 1252 Tamiami Trail
Port Charlotte, Florida 33953

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

President: Charles W. Chapman

Address: 1252 Tamiami Trail
Port Charlotte, Florida 33953

Vice President: Frank Sheriff

Address: 1252 Tamiami Trail
Port Charlotte, Florida 33953

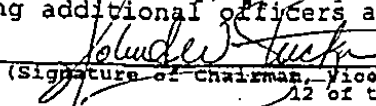
Secretary: John A. Slover, Jr.

Address: 506 - 15th Street, Suite 600
Moline, Illinois 61265

Treasurer: Robert W. Stucker

Address: 1220 E. Industrial Drive
Orange City, Florida 32763

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. Robert W. Stucker, Chairman
(Typed or printed name and capacity of person signing application)

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JUN 10 AM 4:11
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

File Number 5881-031-2



To all to whom these Presents Shall Come, Greeting:

I, George H. Ryan, Secretary of State of the State of Illinois,
do hereby certify that **CHARLOTTE AUTOMOTIVE, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE APRIL 11, 1996, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*******



In Testimony Whereof,

my hand and cause to be affixed the Great Seal of the State of Illinois this _____
day of MAY *A.D., 19* 96

George H. Ryan

SECRETARY OF STATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA