

CAPITAL CONNECTION, INC.

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

NO 0000001233

Acura Dealers Advertising
Association, Inc.

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-02/21/00--01043--015
*****78.75 *****78.75

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

FILED
00 FEB 21 PM 3:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
00 FEB 21 AM 9:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

Signature _____

Requested by: LM 2/21 9:02

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

CB
2-24-00
9



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 21, 2000

CAPITAL CONNECTION, INC.
417 E VIRGINIA ST, SUITE 1
TALLAHASSEE, FL 32302

SUBJECT: ACURA DEALERS ADVERTISING ASSOCIATION, INC.
Ref. Number: W00000004677

We have received your document for ACURA DEALERS ADVERTISING ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

The name of the entity must be identical throughout the document.

Please return the original and one copy of 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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 100A00009115

Corrected

RECEIVED
00 FEB 24 AM 10:11
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 24, 2000

CAPITAL CONNECTION, INC.
417 E VIRGINIA ST, SUITE 1
TALLAHASSEE, FL 32302

SUBJECT: ACURA DEALERS ADVERTISING ASSOCIATION, INC.
Ref. Number: W00000004677

We have received your document for ACURA DEALERS ADVERTISING ASSOCIATION, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

Please return the original and one copy of 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) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 100A00009115

RECEIVED
00 FEB 24 PM 2:31
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
GOLD COAST DEALERS ADVERTISING ASSOCIATION, INC.
(A Florida Corporation, not for profit)

The undersigned, acting as incorporator of a Corporation, pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name and Location of Principal Office

The name of the corporation is **GOLD COAST DEALER ASSOCIATION, INC.** Florida corporation, not for profit. Its initial office shall be at 3801 South State Road 7, Hollywood, Florida 33023.

ARTICLE II

Term

The corporation shall exist perpetually until dissolved by due process of law.

ARTICLE III

Incorporators

The name and address of the incorporator of these Articles of Incorporation is

JOHN WENTLING
c/o Acura of South Florida
3801 South State Road 7
Hollywood, Florida 33023

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00 FEB 24 PM 3:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE IV

General Purposes

The purpose of this Not-For-Profit organization shall be to market and promote Acura products to the general public.

ARTICLE V

Membership and Classes of Members

Membership and voting rights shall be determined and provided for in the By-Laws of the Corporation.

ARTICLE VI

Management of Corporate Affairs

(a) Board of Directors. The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The corporation shall have two (2) Directors initially. The number of Directors of the corporation may be increased from time to time by the Bylaws but shall never be less than two (2). The method of selection of Directors is stated in the Bylaws of this corporation.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of Members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year or until the first annual meeting of Members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at the principal office of the corporation,

or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all Members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and Bylaws of the corporation authorize the Directors to so act. Such a statement shall be *prima facie* evidence of such authority.

The names and addresses of such first Members of the Board of Directors and Initial Officers are as follows:

<u>Names</u>	<u>Address</u>
Rick Case Secretary/Treasurer	949 Hillsboro Mile Hillsboro Beach, FL 33062
John Wentling President	c/o Acura of South Florida 3801 South State Road 7 Hollywood, FL 33023
James O'Neill	c/o Del Ray Acura 655 NE 6th Avenue Del Ray Beach, FL 33483

ARTICLE VII
Initial Incorporator

The initial Incorporator of the organization is:

JOHN WENTLING
C/O Acura of South Florida
3801 South State Road 7
Hollywood, FL 33023

ARTICLE VIII

Registered Agent

The name and street address of the Initial Registered Office of this Corporation is Thomas H. Connors, Esquire, 2964 Aviation Avenue, 3rd Fl Miami, FL 33133. The name of the Initial Registered Agent is Thomas H. Connors, 2964 Aviation Avenue, 3rd Floor, Miami, FL 33133. Said Agent shall indicate acceptance of said designation by executing these Articles of Incorporation where indicated.

ARTICLE VIX

Bylaws

The ByLaws of the Corporation are to be made and adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors.

ARTICLE X

Amendment

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them and all rights and privileges conferred upon members, director, and officers are subject to this reservation. The Articles of incorporation may be amended in accordance with the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

ARTICLE XI

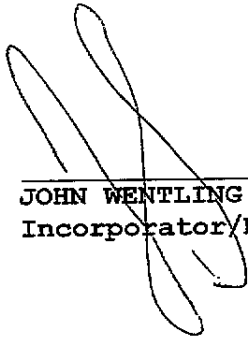
Dissolution

In the event of dissolution, the residual assets of the Corporation, after payment or making provision for payment of all corporate liabilities, shall be distributed by the Board of Directors

exclusively for scientific charitable or educational purposes in such manner as the Board of Directors shall determine. Any such assets not distributed shall be distributed with the direction of any Court having jurisdiction within the county in which the principal office of the corporation is then located as said court shall determine.

ARTICLE XII

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 11 day of Feb 2000.



JOHN WENTLING
Incorporator/Director

CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **GOLD COAST DEALERS ADVERTISING ASSOCIATION, INC.**

2. The name and address of the registered agent and office is: THOMAS H. CONNORS, ESQUIRE, 2964 Aviation Avenue, Miami, FL 33133.

Having been named as Registered Agent and to accept service of process for the above stated corporation as the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my positions as Registered Agent.



Date

THOMAS H. CONNORS, Registered Agent

STATE OF FLORIDA
COUNTY OF DADE

FILED
00 FEB 24 PM 3:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared THOMAS H. CONNORS, who is known to me, and known by me to be the person who executed the foregoing Articles of Incorporation, and who did take an oath and acknowledge that he executed these Articles of Incorporation this 11 day of February, 2000.

My Commission expires:

Notary Public

