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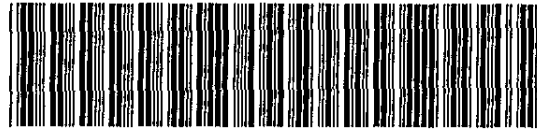
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06 MAY 11 AM 8:10
RECEIVED
DIVISION OF CORPORATION
STATE OF CALIFORNIA

B. McKnight MAY 14 2006

GLEN C. ABBOTT

ATTORNEY AT LAW

P.O. Box 2019
Crystal River, FL 34423

Phone: (352)795-5699
Fax: (352)795-0432

May 10, 2006

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

Re: Citrus County New Car Dealers Association, Inc.

To Whom It May Concern:

Please file the enclosed Articles of Incorporation for CITRUS COUNTY NEW CAR DEALERS ASSOCIATION, INC., a Florida Non-Profit Corporation and send a certified copy of the Articles after they are filed to this office.

We have enclosed our check in the amount of \$78.75 for the filing fee and cost of the certified copy.

Thank you.

Yours truly,


GLEN C. ABBOTT

GCA/nc
Enc.

**ARTICLES OF INCORPORATION
OF
CITRUS COUNTY NEW CAR DEALERS ASSOCIATION, INC.
A Non-Profit Corporation
In Compliance with Chapter 617.F.S.**

Articles of Incorporation of the undersigned, who is a citizen of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, does hereby certify:

ARTICLE I - NAME

The name of the corporation is CITRUS COUNTY NEW CAR DEALERS ASSOCIATION, INC. The Corporation shall be referred to in this instrument as "the Corporation"; these Articles of Incorporation as "Articles"; and the By-Laws of the corporation as "By-Laws".

ARTICLE II - PRINCIPAL OFFICE

The principal place of business for the Corporation is 1035 S. Suncoast Blvd., Homosassa, Florida, Citrus County, Florida; and the mailing address of the corporation is Post Office Box 487, Crystal River, Florida 34423.

ARTICLE III-PURPOSE

The specific and primary purposes for which this corporation is formed are to promote good fellowship, cooperation and mutual interest among its members and to foster and advance the trade and commerce of its members; to aid one another and the industry as a whole by seeking to eliminate abusive and disruptive business practices and unfair competition that may be present therein; to encourage the exchange of ideas among its members for their common good and welfare and to establish a central agency for disseminating information to its members which may be essential for their purposes in the adequate conduct of their businesses as well as to settle differences between its members and promote harmony and concerted action; and to establish a standard of ethical practice in the trade and maintain compliance therewith.

ARTICLE IV- DIRECTORS

The names and addresses of the person who are the initial Directors of the corporation are as follows:

Steven Lamb
Crystal Motor Car Co., Inc.
1035 S. Suncoast Blvd.
Homosassa, FL 34448

Dan Johnson
Johnson Pontiac
3029 S. Suncoast Blvd.
Homosassa, FL 34448

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CITRUS COUNTY
CLERK OF COURT
JANICE L. HARRIS

Robert Halleen
Love Motors, Inc.
2021 S. Suncoast Blvd.
Homosassa, FL 34448

and they shall serve in such capacity until their successors are elected or appointed by the Members of the corporation.

ARTICLE V-INITIAL OFFICERS

The following officers shall serve in the capacity indicated until their successors are elected or appointed by the Directors of the corporation:

President:	Steven Lamb
Vice-President:	Dan Johnson
Secretary/Treasurer:	Robert Halleen

ARTICLE VI-CORPORATE EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an unsubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII- DISSOLUTION OF CORPORATION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for such purposes.

ARTICLE VIII-INITIAL REGISTERED OFFICE & AGENT

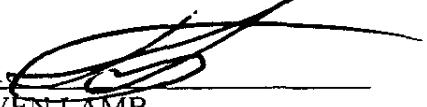
The street address in Florida of the initial registered office of the corporation is 1035 S. Suncoast Blvd., Homosassa, Citrus County, Florida and the name of the initial registered agent at such address is STEVEN LAMB.

ARTICLE IX-INCORPORATOR

The name and address of the Incorporator is as follows;

STEVEN LAMB
1035 S. Suncoast Blvd.
Homosassa, FL 34448

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Citrus County, Florida on the 9 day of May 2006.


STEVEN LAMB
Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for CITRUS COUNTY NEW CAR DEALERS ASSOCIATION, INC., I hereby accept the designation as Registered Agent for said Corporation and agree to act in this capacity.

Dated 5/9, 2006


STEVEN LAMB

06 MAY 11 AM 8:10
CITRUS COUNTY
CLERK OF COURT
JANET L. BARNES