

02/14/96 14102 GUNSTER YORCKLEY 002
N96000000 781

2/14/96

FLORIDA DIVISION OF CORPORATIONS
 PUBLIC ACCESS SYSTEM
 ELECTRONIC FILING BY CORPORATE NAME

1:52 PM

AUDIT NUMBER	TYPE	STATUS	DOC NUM	CORPORATE NAME
1. H06000002170	EFIL01	REQUESTED		SUPER SIX TOYOTA DEALERS, I
2. H04000003324	EFIL01	FILED	P04000043003	T.B. CAPITAL CORPORATION
3. H06000001400	EFIL02	FILED	N06000000554	THE CONTINUING MEDICAL EDUC
4. H05000010027	EFIL02	FILED	N05000001022	THE ENCLAVE AT WOODFIELD CO
5. H05000000743	EFIL11	REJECTED	H05000000743	THE FLORIDIAN GOLF CLUB, IN
6. H04000011051	EFIL17	FILED	K07530	THE INSURANCE CENTER, INC.
7. H05000013723	EFIL17	FILED	K07530	THE INSURANCE CENTER, INC.
8. H05000014200	EFIL11	FILED	R05000005774	THE ISLAND CLUB OF VERO BEA
9. H05000003740	EFIL02	FILED	N05000001534	THE PALM BEACH MASS CHOIR,
10. H04000003917	EFIL11	FILED		THE TOWERS GROUP, INC.

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 409 EAST GAINES STREET WEST PALM BEACH FL 33401-6194
 TALLAHASSEE, FL 32399 CONTACT, MARY BLACKFORD CHERRY
 FAX, (904) 822-4000 PHONE, (407) 650-0720
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((H06000002176)) DOCUMENT TYPE, FLORIDA PROFIT CORPORATION OR P.A.
 NAME, SUPER SIX TOYOTA DEALERS, INC.
 FAX AUDIT NUMBER, H06000002176 CURRENT STATUS, REQUESTED
 DATE REQUESTED, 02/14/1996 TIME REQUESTED, 13:39:34
 CERTIFIED COPIES, 1 CERTIFICATE OF STATUS, 0
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GUNSTER YOAKLEY

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GUNSTER, YOAKLEY, VALDES-FAULI & STEWART, PA.

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777 SOUTH FLAGLER DRIVE
WEST PALM BEACH, FLORIDA 33401-6194
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WEST PALM BEACH, FLORIDA 33402-4587

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STUART, FL (407) 288-1980
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FAX TRANSMITTAL FORM

DATE: February 14, 1996
TO: FL Division of Corporations
FIRM: Department of State
CITY, STATE: Tallahassee, FL
FAX #: 904-922-4000
PHONE #: 904-487-6926
FROM: Mary Blackford Cherry, Legal Assistant Ext: 728
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CLIENT/MATTER#:

**ARTICLES OF INCORPORATION
OF
SUPER SIX TOYOTA DEALERS, INC.
(A Corporation Not for Profit)**

The undersigned does hereby execute these Articles of Incorporation for the purposes of forming a not for profit corporation pursuant to Chapter 617 of the Florida Statutes.

Article I

Name

The name of the corporation is Super Six Toyota Dealers, Inc.

Article II

Duration

The corporation shall have a perpetual existence.

Article III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business and mailing address of this corporation shall be:

c/o James Everhart
Sommers & Everhart, P.A.
5 Harvard Circle, Suite 109
West Palm Beach, FL 33409

Kenneth S. Beall, Jr., Esq. FL BAR NO.: 004518
Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.
777 South Flagler Drive, Suite 500 East
West Palm Beach, FL 33401
(407) 655-1980

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 SUPER SIX TOYOTA DEALERS, INC.
 WEST PALM BEACH, FLORIDA

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Article V**Capital Stock**

This corporation shall have no capital stock and shall be composed of members rather than shareholders.

Article VI**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 777 South Flagler Drive, Suite 500 East, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation at the address is Valdes-Fauli Corporate Services, Inc.. Pursuant to Florida Statute 607.0501(3), a written acceptance is attached.

Article VII**Incorporator**

The name and address of the person signing these Articles is:

Kenneth S. Beall, Jr.
777 South Flagler Drive, Suite 500 East
West Palm Beach, Florida 33401

Article VIII**Members and Board of Directors**

The qualifications for members and the manner in which the members are to be admitted shall be as provided in the Bylaws. The manner in which the Directors are to be elected shall be as provided in the Bylaws.

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Article IX**Indemnification**

Provided that person proposed to be indemnified is not shown to have not satisfied the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Not for Profit Corporation Act (currently, Section 617.0831 of the Florida Statutes) and Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as may be amended from time to time, this corporation shall indemnify its Officers and Directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an Officer, Director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of members or disinterested Directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be a Director, Officer, employee or agent, and shall inure to the benefit of the heirs, personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

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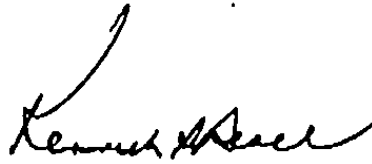
Article X**Amendment**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto by a majority of the Board of Directors.

Article XI**Bylaws**

The Bylaws may be adopted, altered, amended, or repealed by the Board of Directors, as provided in the Bylaws.

DATED: February 14 1996



Kenneth S. Beall, Jr.
Incorporator

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Super Six Toyota Dealers, Inc., a Florida not for profit corporation (the "Corporation"), in the foregoing Articles of Incorporation, I, on behalf of the Corporation, hereby am familiar with and agree to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

VALDES-PAULI CORPORATE SERVICES,
INC.

By: *Kenneth S. Beall*
Kenneth S. Beall, Vice President

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