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

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SHORETARY OF STATE

	TÄLLAHASSEE, FLORIDA
City of Palms Automotive, Inc.	8000031043484 -01/20/0001059007 *****70.00 ******70.00
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	Cert. Copy Photo Copy Certificate of Good Standing Certificate of Status
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ARTICLES OF INCORPORATION FILED

00 JAN 20 AM 11: 21

OF .

SECRETARY OF STATE TALLAHASSEE, FLORIDA

CITY OF PALMS AUTOMOTIVE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is CITY OF PALMS AUTOMOTIVE, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 3445 Palm Beach Boulevard, Ft. Myers, FL 33916.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one-hundred (100) shares having a par value of zero dollars (\$0.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Lawrence M. Fuchs, Esq., 590 Royal Palm Beach Boulevard, Royal Palm Beach, Florida 33411.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is Director, President, Rogelio Escalante, 388 New York Drive, Ft. Myers, FL 33905-2928. Director, Vice President, Jose Flores, 4460 Virginia Street, Ft. Myers, FL 33905. Secretary, Treasurer, Martha Flores, 4460 Virginia Street, Ft. Myers, FL 33905.

The undersigned has executed these Articles of Incorporation this 20th day of January 2000.

"Capital Connection, Inc. by Lance L. McGee, Client Representative"

Lane L. med

FILED 00 JAN 20 AM II: 21 SECRETARY OF STATE TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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	:CITY OF PALMS AUTOMOTIVE, INC.
2. is:	The name and street address of	f the registered agent and office
	LAWRENCE M. FU 590 ROYAL PALI	UCHS, ESQ. M BEACH BOULEVARD

ROYAL PALM BEACH, FLORIDA 33411

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT 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 PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ALL MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

LAWRENCE M. FUCHS, ESQ.