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ACCOUNT NO. : 072100000032

REFERENCE : 559902 7194198

AUTHORIZATION : Patricia Pigato

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 21 PM 2:29

ORDER DATE : January 21, 2000

ORDER TIME : 10:24 AM

ORDER NO. : 559902-005

CUSTOMER NO: 7194198

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CUSTOMER: Ms. Kathy Collins
M. CASEY RODGERS
M. CASEY RODGERS
Po Box 13323

Pensacola, FL 32591-3323

DOMESTIC FILING

NAME: SANDHILLS VENTURES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

RECEIVED
00 JAN 21 PM 12:13
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

g 1/21/00

EFFECTIVE DATE
EFFECTIVE DATE
01/18/00

ARTICLES OF INCORPORATION
OF
SANDHILLS VENTURES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 21 PM 2:29

The undersigned, David Hambrick, subscriber and incorporator to these Articles of incorporation, as a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this Corporation is: Sandhills Ventures, Inc.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the Corporation is 918 North Navy Boulevard, Pensacola, Florida 32507.

ARTICLE III - PURPOSE

This Corporation is organized to practice the profession of automotive sales under the laws of the State of Florida and the laws of the United States.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this Corporation shall be 918 North Navy Boulevard, Pensacola, Florida

32507, and the name of the initial Registered Agent of this Corporation is David Hambrick.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws of the corporation, but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

David Hambrick
918 North Navy Boulevard
Pensacola, Florida 32507

ARTICLE VIII - INCORPORATOR

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

David Hambrick
918 North Navy Boulevard
Pensacola, Florida 32507

ARTICLE IX - COMMENCEMENT OF CORPORATE EXISTENCE

The date for commencement of this Corporation's existence shall be January 18, 2000.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation on January 18, 2000.



DAVID HAMBRICK

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as Registered Agent of Sandhills Ventures, Inc.



DAVID HAMBRICK

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