

EFFECTIVE DATE
1-22-00

Evelyn Noel - Accountant

MEMBER NATIONAL ASSOCIATION OF PUBLIC ACCOUNTANTS

3711 TROUT RIVER BLVD.
JACKSONVILLE, FLORIDA 32208
TELEPHONE 768-6486

P0000000011306

January 25, 2000

State of Florida
Corporation Division
Tallahassee, Florida

900003112829--2
-01/27/00--01063--014
****122.50 ****78.75

re; Happy Jacks Auto Sales Inc.

Gentlemen:

Enclosed is my check to cover the cost of corporation fee on the above newly formed corporation. If there is any problem please feel free to call me 904-768-6486. I have dated this corporation January 1, 2000. If this is a problem please advise.

Sincerely,

Evelyn Noel
Evelyn Noel

cc; file

FILED
00 JAN 27 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Evelyn Noel GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Article X*
DATE *2-2-00*
C. EXAM *[Signature]*

[Signature]
2-2-00

Articles of Incorporation

Of

Happy Jacks Auto Sales, Inc.

EFFECTIVE DATE
1-22-00

FILED
00 JUN 27 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber (s) to these Articles of Incorporation, a natural person competent to contract hereby subscribes to and forms a corporation for profit under the laws of the State of Fla.

ARTICLE I – NAME

The name of The Corporation is Happy Jacks Auto Sales, Inc.

ARTICLE II – NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of This State. The above named Corporation will be a used car lot.

ARTICLE III – CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred Shares (100) shares of common stock, each share having the par value of One Dollar (\$1) per share.

ARTICLE IV – INITIAL CAPITAL

The amount of the capital stock with which this corporation shall begin business with is One Hundred Dollars (\$100).

ARTICLE V – TERM OF EXISTENCE

This Corporation shall have perpetual existence.

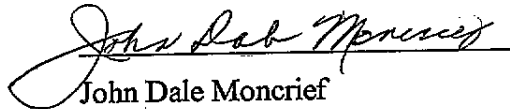
ARTICLE VI – ADDRESS

The initial street address of the principal office of This Corporation is 3821 Alcoy Rd.
Jacksonville, Florida 32221.

ARTICLE VII – DIRECTOR (S)

The Corporation shall have on Director (s) initially, whose name (s) and street address
(es) are as follows:

I, John Dale Moncrief, of 3821 Alcoy Road Jacksonville, Florida, 32221, hereby am
familiar with and do hereby understand all the responsibilities of registered agent for
Happy Jacks Auto Sales, Inc.

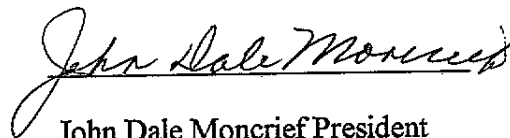

John Dale Moncrief

ARTICLE VIII – SUBSCRIBER (S)

The name and street address of the Subscriber(s) to these Articles of Corporation are as
follows:

I, John Dale Moncrief, do agree and does understand the full responsibilities of each
office and duly assigned position. I sign after reading and do hereby agree.

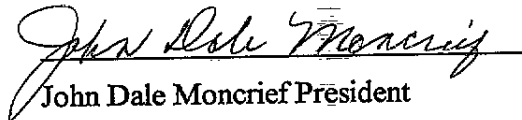
John Dale Moncrief 3821 Alcoy Road Jacksonville, Florida 32221.


John Dale Moncrief President

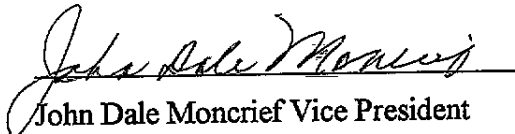
FILED
JAN 27 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV - OFFICERS

The officers of Happy Jacks Auto Sales, Inc. are as follows:


John Dale Moncrief President

3821 Alcoy Road Jax., Fla. 32221


John Dale Moncrief Vice President

3821 Alcoy Road Jax., Fla 32221


John Dale Moncrief Secretary

3821 Alcoy Road Jax., Fla 32221

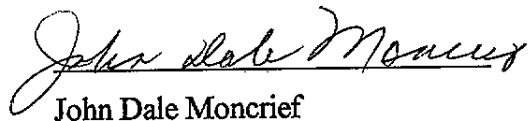
All of the above officers understand, accept all responsibilities of the office of President, Vice President and Secretary As well as Director of said Corporation.

ARTICLE X - DATE OF CORPORATION

The Officers and Registered Agent has all agreed that the date of Happy Jacks Auto Sales, Inc. is to be January 22, 2000.

ARTICLE XI - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Initial Registered Office of this Corporation is 3821 Alcoy Road Jacksonville, Florida 32221, and the name of the Initial Registered Agent of this Corporation is John Dale Moncrief, whose home address is 3821 Alcoy Road, Jax., Florida 32221. I hereby accept the office and do hereby agree to do the job to the best of my ability.


John Dale Moncrief

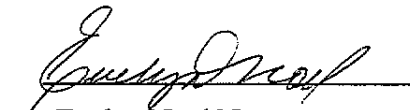
IN WITNESS WHEREOF, I HAVE hereunto set my hand and seal, acknowledged and
filed the foregoing Articles of Incorporation under the State of Florida this 24
day of January, 2000. —


John Dale Moncrief

State of Florida
County of Duval

Before me personally appeared and well know, John Dale Moncrief. Who executed the
foregoing Articles of Incorporation and acknowledged before me that they executed the
same for purposes therein expressed.

WITNESS my Hand and Official seal in the County and State before me this 24
day of January, 2000. —


Evelyn Noel Notary
Seal:

