

70000016946

Girolamo Miele
22 Canterclub Court
DeBary FL 32713

February 10, 2000

Division of Corporations
PO Box 6237
Tallahassee, FL 32314
Attn: Kim Rolfe

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-02/17/00--01011--011
*****70.00 *****70.00

Dear Ms. Rolfe,

Enclosed you will find my application for incorporation under a new name. As you advised, the original name was not acceptable. However, when we called your office, we were told the new one would be acceptable. If you need to reach me, please call 904-774-4648 and speak with either Jerry or Frank.

Thank you,

Girolamo Miele

Girolamo Miele

FILED
00 FEB 16 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. Rolfe FEB 17 2000

W00-1824

ARTICLES OF INCORPORATION
OF
Gn'G GOOD GUYS AUTO SALES, INC.

FILED
00 FEB 16 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of incorporation hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: G n'G GOOD GUYS AUTO SALES, INC.

ARTICLE II. COMMENCEMENT AND DURATION

Corporate existence of this corporation shall commence upon the filing of these Articles of Incorporation by the Department of State of the State of Florida, and this corporation is to exist perpetually.

ARTICLE III. GENERAL PURPOSE

The general purpose of the business to be transacted by this corporation is to engage in any and all lawful business permitted under the Laws of the United States and the Laws of the State of Florida, except to do business as a bank, railroad, canal, or telephone or telegraph company.

ARTICLE IV. NUMBER OF SHARES

The maximum number of stock that this corporation is authorized to issue is: 100 shares of common stock with \$1.00 par value per share, said shares shall be of the same class without preference.

ARTICLE V. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office and registered office of this corporation is 2065A N. VOLUSIA AVE. ORANGE CITY FL 32763, and the name of the initial

registered agent of this corporation is GIROLAMO MIELE.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one.

1. GIROLAMO MIELE
22 Canterclub Court, DeBary FL 32713
2. FRANK A. CAPPELLO
846 Tangelo Avenue, Orange City, FL 32763

ARTICLE VII. INCORPORATORS

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

GIROLAMO MIELE
22 Canterclub Court
DeBary, FL 32713

ARTICLE VIII. AMENDMENT

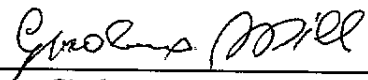
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to these reservations.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of incorporation this day 14 of February 2000.



STATE OF FLORIDA

COUNTY OF VOLUSIA



Girolamo Miele
Incorporator

The foregoing instrument was acknowledged before me this 14 day of February 2000, by GIROLAMO MIELE, who is personally known to me.

FILED
00 FEB 16 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA