

STRAYHORN & STRAYHORN

ATTORNEYS AND COUNSELLORS AT LAW

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FORT MYERS, FLORIDA 33901

941/334-1269

GUY M. STRAYHORN (1889-1981)  
NORWOOD R. STRAYHORN (1911-1982)  
GUY R. STRAYHORN  
E. BRUCE STRAYHORN  
RICHARD W. PRINGLE

March, 2000

FACSIMILE  
941/334-1069

Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: ARTICLES OF INCORPORATION FOR AUTO BUYING  
SERVICE, INC. & ADMINISTRATIVE SERVICES OF  
SOUTHWEST FLORIDA, INC.

200003155212--6  
-03/02/00--01091--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for Auto Buying Service, Inc. and Administrative Services of Southwest Florida, Inc. for filing with the State. We also enclose herein two checks for \$78.75 to cover the cost of filing the Articles and obtaining a certified copy of the Articles for each corporation. Please forward the certified copies of the Articles directly to our client at its address of 2219 River Ridge Boulevard S.E., Fort Myers, Florida 33905.

If any further information is necessary, please contact our office at the above number.

Sincerely,

*Hanson D. Skates*

Hanson D. Skates  
Legal Assistant to  
E. Bruce Strayhorn

/hds

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00 MAR -2 AM 8:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
00 MAR -2 AM 8:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
ADMINISTRATIVE SERVICES OF SOUTHWEST FLORIDA, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

**ADMINISTRATIVE SERVICES OF SOUTHWEST FLORIDA, INC.**

The address of the principal office of this corporation shall be 2219 River Ridge Boulevard S.E., Fort Myers, Florida 33905, and the mailing address of the corporation shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

**ARTICLE IV. REGISTERED AGENT**

The street address of the initial registered agent's office of the corporation shall be 2219 River Ridge Boulevard S.E., Fort Myers, Florida 33905, and the name of the initial registered agent of the corporation at that address is Laura L. Glenn.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one director initially. The name and address of the initial member of the Board of Directors is:

Laura L. Glenn      2219 River Ridge Boulevard S.E., Fort Myers, Florida 33905  
Dir.

**ARTICLE VII. OFFICERS**

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until her successors are elected or appointed is:

Laura L. Glenn      2219 River Ridge Boulevard S.E., Fort Myers, Florida 33905  
President, Secretary, Treasurer

**ARTICLE VIII. SPECIAL PROVISION**

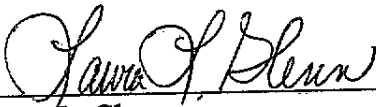
This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

**ARTICLE IX. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Laura L. Glenn, 2219 River Ridge Boulevard S.E., Fort Myers, Florida 33905.

IN WITNESS WHEREOF, THE SAID INCORPORATOR has subscribed her name this  
29 day of February, 2000.

  
\_\_\_\_\_  
Laura L. Glenn

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED**

**IN ARTICLES OF INCORPORATION**

Laura L. Glenn, an individual residing in the State of Florida, having an address of 2219 River Ridge Boulevard S.E., Fort Myers, Florida 33905, and having been designated as the registered agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of registered agent under Section 607.0505, Florida Statutes.

By:   
\_\_\_\_\_  
Laura L. Glenn, Registered Agent

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00 MAR -2 AM 8:27  
SOUTH FLORIDA  
TALLAHASSEE, FLORIDA