

TRANSMITTAL LETTER  
**P00000030545**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

EFFECTIVE DATE  
03-17-00

FILED  
00 MAR 20 AM 11:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT:

Gay Bryan, Inc  
(Proposed corporate name - must include suffix) ..

4000003175704--6  
-03/20/00--01086--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM:

Shermin Ladha / Bryan Automotive Group  
Name (Printed or typed)

P.O. Box 4249  
Address

Winter Park, FL 32793  
City, State & Zip

407-678-6000 x91128  
Daytime Telephone number

Shermin Ladha GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Execution date Art. VIII  
DATE 3/27  
DOC. EXAM SHH

client would  
like it change to 3/17/00.  
Also, Art. II corporation is listed  
as the RA. Correcting to list complete name.

NOTE: Please provide the original and one copy of the articles.

B. Thompson MAR 27 2000

EFFECTIVE DATE  
03-17-00

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00 MAR 20 AM 11:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
GAY BRYAN, INC.

The undersigned, being a natural person of legal age, does hereby desire to form a corporation under the laws of the State of Florida and do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be Gay Bryan, Inc. and the business address and location of the Corporation shall be 5657 North Dean Road, Orlando, Florida 32817.

ARTICLE II

CORPORATE DURATION

The Corporation shall commence to exist upon the execution of these Articles of Incorporation. The duration of the Corporation is perpetual.

ARTICLE III

GENERAL PURPOSE OF CORPORATION

The general purpose for which the Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act and to do all and everything necessary, suitable, or proper for the accomplishment of that purpose, the attainment of any objectives, or the exercise of any authority therein set forth, either alone or in conjunction with any other corporation, firm, or individual, and either as principal or agent, and to do every other

act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above-mentioned objects, purposes or authority.

#### ARTICLE IV

##### CAPITAL STOCK

The aggregate number of shares for which the Corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

#### ARTICLE V

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801 and the name of the initial registered agent of this Corporation at that address is B & C Corporate Services Central Florida, Inc.

#### ARTICLE VI

##### INITIAL DIRECTORS

This Corporation shall have one director(s) initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders. The name and address of the initial director(s) of this Corporation shall be Gaynell Lee Bryan, P.O. Box 4249, Winter Park, Florida 32793.

#### ARTICLE VII

##### INCORPORATOR

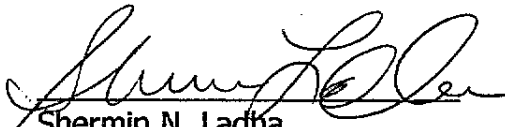
The name and street address of the incorporator to these Articles of Incorporation is as follows: Shermin N. Ladha, 254 Driggs Drive, Winter Park, Florida 32793.

ARTICLE VIII

AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute.

IN WITNESS WHEREOF, the undersigned, being the subscriber to these Articles of Incorporation, for the purposes of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and hereunto set my hand and seal this 17<sup>th</sup> day of March, 2000.

  
Shermin N. Ladha

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED

**FILED**  
00 MAR 20 AM 11:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

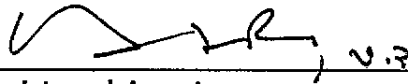
In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

Gay Bryan, Inc. (the "Corporation") desiring to organize as a domestic for profit corporation or qualify under the laws of the State of Florida has named and designated B & C Corporate Services as its Registered Agent to accept service of process within the State of Florida with its registered office located at 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0501, Florida Statutes, as the same may apply to the Corporation' and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 17 day of March, 2000.

  
\_\_\_\_\_  
Registered Agent