

P00000038640



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 665492 89589A

AUTHORIZATION : *Patricia K...*

COST LIMIT : \$ 78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 APR 18 AM 11:49

ORDER DATE : April 17, 2000

ORDER TIME : 4:20 PM

ORDER NO. : 665492-005

800003212198--2

CUSTOMER NO: 89589A

CUSTOMER: Ms. Gina Paterno  
CLIFFORD A. TAYLOR, ESQ  
CLIFFORD A. TAYLOR, ESQ  
P O Box 2090

Bunnell, FL 32110

DOMESTIC FILING

NAME: D&K TIRE AND AUTOMOTIVE,  
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: Christine Lillich

EXAMINER'S INITIALS:

RECEIVED  
00 APR 18 AM 9:00  
DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*4/18/00*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 APR 18 AM 11:49

## **ARTICLES OF INCORPORATION**

**OF**

### **D&K TIRE AND AUTOMOTIVE, INC.**

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

#### **ARTICLE I. NAME**

The name of this corporation is:

**D&K TIRE AND AUTOMOTIVE, INC.**

#### **ARTICLE II. NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is tires sales and auto repairs.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

#### **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 with a nominal or par value of TEN (\$10.00) DOLLARS. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract. This provision shall not prevent the personal representative of a deceased stockholder or the guardian or an incompetent stockholder from taking possession of such stock in accordance with the requirements of law until such stock can be sold or otherwise disposed of.

#### **ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is 100 Dollars.

#### **ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE VI. ADDRESS**

The initial post office address of the principal office of this corporation in the State of Florida is P.O. Box 1215, Bunnell, FL 32110. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

#### **ARTICLE VII. DIRECTORS**

The Corporation shall have one (1) director initially. The number of directors may be increased from time to time, by By-Laws adopted by the stockholders.

#### **ARTICLE VIII. INITIAL OFFICERS and DIRECTORS**

The names and post office addresses of the members of the first Board of Directors and all officers are:

<u>Name</u>		<u>Address</u>
Donald K. McCalligan	<b>President</b>	8 Forest Lane, Bunnell, FL 32110
Karen A. Milliken	<b>Vice President</b>	P.O. Box 1215, Bunnell, FL 32110
Donald K. McCalligan	<b>Treasurer</b>	8 Forest Lane, Bunnell, FL 32110
Karen A. Milliken	<b>Secretary</b>	P.O. Box 1215, Bunnell, FL 32110

#### **ARTICLE IX. SUBSCRIBERS**

The name and post office address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration thereof:

<u>Name</u>	<u>Shares</u>	<u>Consideration</u>
Donald K. McCalligan	50	\$10 per share
Karen A. Milliken	50	\$10 per share

#### **ARTICLE X. AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

**ARTICLE XL REGISTERED AGENT AND OFFICE**

The registered agent and office for this corporation shall be Karen A. Milliken, 102 N. Main Street, Bunnell, FL 32110, P.O. Box 1215, Bunnell, FL 32110, to accept service of process within the State as to this corporation.

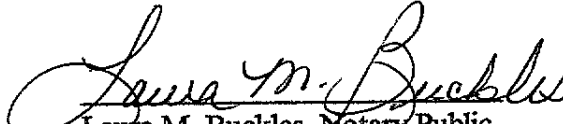
  
Donald K. McCalligan

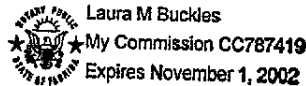
  
Karen A. Milliken

**STATE OF FLORIDA  
COUNTY OF FLAGLER**

I HEREBY CERTIFY THAT on this day before me a Notary Public, duly authorized in the State and County named in the above to take acknowledgment, personally appeared Donald K. McCalligan and Karen A. Milliken personally known to be the persons described as subscribers, in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

Witness my hand and official seal in the County and State named above, this 14<sup>th</sup> day of April, 2000.

  
Laura M. Buckles, Notary Public



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST: THAT KAREN A. MILLIKEN, DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 102 N. MAIN STREET, BUNNELL, FL 32110, STATE OF FLORIDA HAS NAMED KAREN A. MILLIKEN, LOCATED AT 102 N. MAIN STREET, BUNNELL, FL 32110 AS ITS REGISTERED AGENT AND OFFICER TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

  
\_\_\_\_\_  
KAREN A. MILLIKEN

Date: 4/14/00

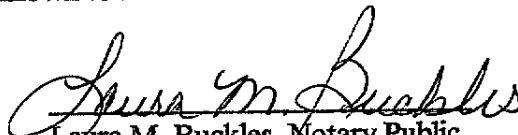
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

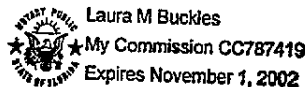
  
\_\_\_\_\_  
KAREN A. MILLIKEN

Date: 4/14/00

**STATE OF FLORIDA  
COUNTY OF FLAGLER**

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of April, 2000,  
by Karen A. Milliken, who is personally known to me.

  
\_\_\_\_\_  
Laura M. Buckles, Notary Public



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 APR 18 AM 11:49