

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO0000082421

B & P Auto Sales, Inc

100003374821--0

-08/28/00-01084-025

*****70.00 *****70.00

Signature _____

Requested by: LS

8/28

4:30

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ____ Cert. Copy _____
- ☒ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

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00 AUG 28 PM 2 15

RECEIVED
00 AUG 28 PM 2 15

AUG 30 2000
21109



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 28, 2000

CAPITAL CONNECTION, INC.
417 E VIRGINIA ST, STE 1
TALLAHASSEE, FL 32302

SUBJECT: B & P AUTO SALES, INC.
Ref. Number: W00000021109

We have received your document for B & P AUTO SALES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 400A00045940

Corrected

RECEIVED
00 AUG 30 PM 2:19
DIVISION OF CORPORATION

STATE OF FLORIDA }
 } ss.
JACKSON COUNTY }

**ARTICLES OF INCORPORATION
OF
B & P AUTO SALES, INC.**

00 AUG 30 PM 3:47
SECRET
TALLAHASSEE, FLORIDA

KNOW ALL MEN BY THESE PRESENTS,

That I, **CARLOS R. BLACKBURN**, the undersigned incorporator, for the purpose of forming a business corporation pursuant to the provisions of the Florida Business Corporation Act, do hereby adopt these articles of incorporation, the same to constitute a charter for carrying on the business hereinafter specified.

ARTICLE I

NAME OF THE CORPORATION: The name of the corporation shall be **B & P AUTO SALES, INC.**

ARTICLE II

PURPOSES: The nature of the business and the purposes for which the corporation is formed shall be as follows:

(1) To engage in the business of wholesale and retail sales and service of pre-owned automobiles.

(2) To do all things necessary, desirable, or expedient in the operation, management, and conduct of the aforesaid business.

(3) To guarantee, act as surety for, endorse, and act as accommodation maker for any debts of the shareholders of the corporation, subsidiaries of the corporation (regardless of the percentage of ownership held by the corporation), corporations the stock of which is owned by a shareholder of the corporation (regardless of the percentage of ownership held by such shareholder), and any other persons, regardless of the presence or adequacy of the consideration to be received by the corporation for so doing or the presence or adequacy of any direct or indirect benefit to the corporation, upon a vote of the majority of the board directors of the corporation. "Debts" includes liquidated and unliquidated amounts, amounts arising ex contractu and ex delicto, whether new, pre-existing, renewed, or extended, regardless of the terms thereof.

(4) To transact all lawful business for which business corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE III

REGISTERED OFFICE AND AGENT: The address of the initial registered office of the corporation shall be 1188 First Avenue, Graceville, Florida 32440, and the initial registered agent at such address shall be **CARLOS R. BLACKBURN**.

ARTICLE IV

DURATION: The duration of the corporation shall be perpetual unless the corporation is dissolved by law or otherwise terminated.

ARTICLE V

SHARES: The corporation is authorized to issue 1,000 shares of common stock having a par value of One Dollar (\$1.00) each.

ARTICLE VI

(1) INCORPORATOR: The name and address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Carlos R. Blackburn	1171 First Avenue Graceville, Florida 32440

(2) DIRECTORS: The initial board of directors shall consist of two directors, and such number thereafter as may be fixed by the bylaws. The names and addresses of the persons who are to serve as directors until the first meeting of the shareholders, or until their successors are elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Carlos R. Blackburn	1171 First Avenue Graceville, Florida 32440
Kenneth L. Pynes	195 Johnson Street Cottonwood, Alabama 36320

ARTICLE VII

PRINCIPAL OFFICE: The principal place of business and mailing address of the corporation shall be 1188 First Avenue, Graceville, Florida 32440.

ARTICLE VIII

(1) VOTING: At any meetings of the shareholders of the corporation, the shareholders of record shall be entitled to one vote for each share standing in their name. Shares may be voted by the shareholders either in person or by proxy.

(2) **MANAGEMENT:** The business and affairs of the corporation shall be managed and conducted in accordance with the by-laws of the corporation.

(3) **SHARES NONASSESSABLE:** The shares of the corporation, when fully paid for in accordance with the subscription therefor, shall be fully paid and nonassessable; and in no case shall any shareholder be liable other than for the unpaid shares subscribed for by him.

(4) **LIEN ON SHARES:** The corporation shall have a lien on the shares of a shareholder for any debt or liability owed to it by him before a notice of transfer or levy on such shares is received by the corporation. The corporation shall have such rights with respect to this lien as are conferred by the laws of the State of Florida.

(5) **AMENDMENTS:** The corporation reserves the right to amend any provision of these articles of incorporation in the manner provided by law; and all rights conferred upon the officers, directors, and shareholders of the corporation are granted subject to this reservation.

IN WITNESS WHEREOF, I, the said incorporator, have hereunto set my hand on this the 11 day of August 2000.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

Carlos Randall Blackburn
CARLOS R. BLACKBURN, Incorporator/
Registered Agent

Prepared by:

F. Mitch McNab
Attorney At Law
Post Office Box 5612
Dothan, Alabama 36302

00 AUG 30 PM 3:47
FALLING
TALLAHASSEE, FLORIDA