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TRANSMITTAL LETTER

Subject: Articles of Incorporation  
B & R AUTOMOTIVE, INC.

To: Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

FILED  
00 SEP 14 AM 9:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosed is an original and one copy of the proposed  
articles of incorporation., and a check in the amount  
of 78.75 for filing fee and certificate.

From: Sidney Stephens  
8162 S.W. 103rd Place  
Ocala, Florida 34481-7755

Daytime phone number is 352-854-5962  
352-854-9970

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-09/14/00--01052--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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## ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

### Article I - Name

The name of the corporation shall be: B & R AUTOMOTIVE, INC.

### Article II - Principal Office

The principal place of business and mailing address of this corporation shall be:

9200 S.W. County Road 484  
Ocala, Florida 34481

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TALLAHASSEE, FLORIDA

### Article III - Shares

The number of shares of stock this corporation is authorized to have outstanding at one time is 500 @ 1.00 per share.

### Article IV - Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Sidney Stephens  
8162 S.W. 103rd Place  
Ocala, Florida 34481-7755

#### Article V.- Directors

This corporation shall have two Directors initially.

The names and street addresses of the initial members of the Board of Directors are:   —

Sidney Stephens  
8162 S.W. 103rd Place  
Ocala, Florida 34481-7755

Allene Stephens  
8162 S.W. 103rd Place  
Ocala, Florida 34481-7755

#### Article VI - Officers

The names and street addresses of the initial officers are:

Sidney Stephens - President  
8162 S.W. 103rd Place  
Ocala, Florida 34481-7755

Allene Stephens - Vice President/  
and Secretary/Treasurer

8162 S.W. 103rd Place  
Ocala, Florida 34481-7755

#### Article VII - Special Provision

It is the intent of the incorporators this corporation will qualify under the Internal Revenue Code to file as a Sub-Chapter S Corporation.

#### Article VIII - Term of Existence

This corporation shall exist perpetually.

Article IX - Subscriber

The name and street address of the subscriber to these  
ARTICLES OF INCORPORATION is:

Sidney Stephens  
8162 S.W. 103rd Place  
Ocala, Florida 34481-7755

IN WITNESS WHEREOF, the undersigned has hereunto set his  
hand on this 26<sup>th</sup> day of August, 2000.

Sidney Stephens

Sidney Stephens

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me, a  
Notary Public for the State of Florida, this 26<sup>th</sup> day o  
of August 2000, by Sidney Stephens who is well known to  
me personally.

B. Marie Fox

B. Marie Fox, Notary Public  
for the State of Florida

My Commission expires 7-20-2002



CERTIFICATE OF Designation of Registered Agent

1. The name of the corporation is: B & R AUTOMOTIVE, INC.

2. The name and street address of the registered agent:

Sidney Stephens  
8162 S.W. 103rd Place  
Ocala, Florida 34481-7755

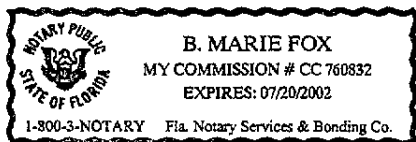
Having been named registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as the registered agent and agree to act in this capacity. I further agree to comply with all provisions of the statutes relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as registered agent.

Sidney Stephens  
Sidney Stephens

8/26/00  
Date

B. Marie Fox  
B. Marie Fox, Notary Public  
for the State of Florida

8-26-2000  
Date



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00 SEP 14 AM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA