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BERT MOORE, P.A.
ATTORNEY AT LAW
1150 JOHN SIMS PARKWAY
POST OFFICE BOX 950
NICEVILLE, FLORIDA 32588-0950
(850) 678-6883
FAX (850) 678-4210

FILED
03 NOV 20 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 17, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

900003471739--8
-11/21/00--01016--006
*****75.00 *****70.00

Dear Sirs:

Enclosed please find the original Articles of Incorporation for Simplicity Auto Sales, Inc., along with a check for \$75. Please process this corporation and return to:

Bert Moore
Post Office Box 950
Niceville, Florida 32588-0950

EFFECTIVE DATE
11-14-00

Should you have any further questions, please contact me at (850) 678-6883.

Sincerely,

Bert Moore

Bert Moore

Enclosure

gy 11/21

**ARTICLES OF INCORPORATION
OF
SIMPLICITY AUTO SALES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is SIMPLICITY AUTO SALES, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on November 14, 2000.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of operating a used auto sales lot and all-lawful business as allowed under the laws of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

EFFECTIVE DATE
11-14-00

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of this corporation is 4652 East Highway 20, Niceville, Florida 32578.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4677 East Highway 20, Suite 1, Niceville, Florida 32578 and the name of the initial registered agent of this corporation at this address is Bert Moore.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial director and officer of this corporation are:

Robert LaMantia
210 Crystal Court
Niceville, Florida 32578

Pansy LaMantia
210 Crystal Court
Niceville, Florida 3257

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TALLAHASSEE, FLORIDA

Stamp:

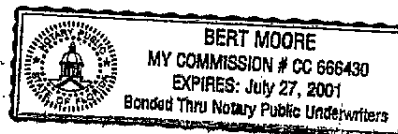
Personally Known X OR Produced Identification _____

Type of Identification Produced: _____

**STATE OF FLORIDA
COUNTY OF OKALOOSA**

Pansy LaMantia, who is personally known to me, acknowledged the foregoing instrument before me this 14th day of November, 2000.

Bert Moore
Notary Public BERT MOORE



Stamp:

Personally Known X OR Produced Identification _____

Type of Identification Produced: _____

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHO PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: First-that, SIMPLICITY AUTO SALES, INC., desiring to organize under the laws of the State of Florida with its principal office at 4652 East Highway 20 Niceville, Florida 32578, and has named Bert Moore located at is 4677 East Highway 20, Suite 1, Niceville, Florida 32578, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept the act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

Dated this 14th day of November 2000.

By: Bert Moore
Resident Agent

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these articles are Pansy LaMantia, 210 Crystal Court, Niceville, FL 32578 and Robert LaMantia, 210 Crystal Court, Niceville, FL 32578.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

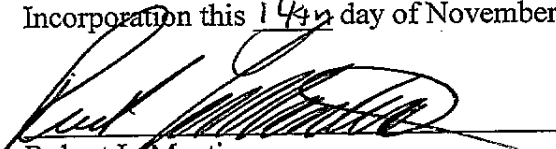
ARTICLE X - ACTION BY DIRECTORS WITHOUT A MEETING


The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any amendment hereto, and any right, conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 14th day of November 2000.


Robert LaMantia


Pansy LaMantia

STATE OF FLORIDA
COUNTY OF OKALOOSA

Robert LaMantia, who is personally known to me, acknowledged the foregoing instrument before me this 14th day of November, 2000.


Notary Public BERT MOORE

