

TRANSMITTAL LETTER

PD100000/0634

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

SUBJECT: NEW WAY AUTO, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

\$70.00       \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy  
 \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Gary D. Murray  
Name (Printed or typed)

2116 Highway 92 W.  
Address

400003589824-2  
-01/29/01-01081-005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Auburndale, Florida 33823  
City, State & Zip

863.666.2854  
Daytime Telephone number

01 JAN 29 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

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

*Debra*

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

Date Received	

(FOR DIVISION USE ONLY)

01 JAN 29 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Name		
Mark Bisard		
Address		
One Woodward Avenue		
City	State	Zip Code
Detroit	Michigan	48226

EFFECTIVE DATE:

← Document will be returned to the name and address you enter above →

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ARTICLES OF INCORPORATION  
OF  
NEW WAY AUTO, INC.

*In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit), the undersigned corporation executes the following Articles:*

**Article I. Name**

The name of the corporation is: **New Way Auto, Inc.**

**Article II. Principal Office**

The principal place of business/ mailing address is: **2116 Highway 92 W., Auburndale, Florida 33823**

**Article III. Purpose**

The purpose or purposes for which the corporation is organized/ formed is to engage in any activity within the purposes for which corporations may be formed under the Florida Business Corporation Act (the "Act").

## Article IV. Shares

The total authorized shares are 10,000 common shares.

## Article V. Registered Agent

1. The address of the initial registered office is:

**2116 Highway 92 W., Auburndale, Florida 33823**

2. The name of the resident agent at the registered office is: **Gary D. Murray**

## Article VI. Initial Directors

The name and address of the persons who are to serve as initial directors are::

<u>Name/ Position</u>	<u>Residence or Business Address</u>
Gary D. Murray, President and Treasurer	2116 Highway 92 W. Auburndale, Florida 33823
Vicki L. Murray, Secretary	2116 Highway 92 W. Auburndale, Florida 33823

## Article VII. Incorporator

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Residence or Business Address</u>
Gary D. Murray	2116 Highway 92 W. Auburndale, Florida 33823

## Article VIII.

## Corporate Action

Any action required or permitted by the Act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice and without a vote, if consents in writing, setting forth the action so taken, are signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote on the action were present and voted. The written consents shall bear the date of signature of each shareholder who signs the consent. No written consents shall be effective to take the corporate action referred to unless, within 60 days after the record date for determining shareholders entitled to express consent to or to dissent from a proposal without a meeting, written consents dated not more than 10 days before the record date and signed by a sufficient number of shareholders to take the action are delivered to the corporation. Delivery shall be to the corporation's registered office, its principal place of business, or an officer or agent of the corporation having custody of the minutes of the proceedings of its shareholders. Delivery made to a corporation's registered office shall be by hand or by certified or registered mail, return receipt requested.

Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who would have been entitled to notice of the shareholder meeting if the action had been taken at a meeting and who have not consented in writing.

## Article IX. Director Liability

No director of this corporation shall be personally liable to the corporation or its shareholders for money damages for any action taken or any failure to take any action as a director, except liability for any of the following:

- (i) The amount of a financial benefit received by a director to which he or she is not entitled.
- (ii) Intentional infliction of harm on the corporation or the shareholders.
- (iii) An intentional criminal act.

In the event that the Act is hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Act, as so amended. Any repeal, modification or adoption of any provision in these Articles of Incorporation inconsistent with this Article shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal, modification or adoption.

## Article X. Removal of Director

A director may be removed from office as a director at any time, with or without cause, by the affirmative vote of the holders of at least two-thirds of the outstanding shares of stock of the corporation generally entitled to vote in the election of directors. A special meeting of the stockholders may be called, in accordance with the corporation's Bylaws, for the purpose of removing a director.

Signed by Incorporator as of January 25 2001

Signature:



Gary D. Murray, Incorporator

*Having been named as registered agent to accept service of process for the above state corporation at the place designated in this certificate and pursuant to s. 607.0501(3) of the Act, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

Signed by Registered Agent as of January 25 2001.

Signature:



Gary D. Murray, Registered Agent