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HEART OF FLORIDA

PO Box 915281

LONGWOOD, FLORIDA 32791

01 APR 23 PM 3:56

TELEPHONE (407) 862-4545

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 19, 2001

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

Re: Heart of Florida, Inc.

Enclosed please find an original and one (1) copy of the articles of incorporation and a check in the amount of \$70.00 to cover the filing fee and registered agent fee for the above referenced corporation.

Should you have any questions, please do not hesitate to contact me at 407-920-0701

Sincerely,



Rudy Callahan  
President

Enclosures-stated

Rudy Callahan GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Article IV  
DATE 4-24  
DOC. EXAM C.B.

C.B. 4-24

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ARTICLES OF INCORPORATION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

ARTICLE I NAME

The name of the corporation shall be:

HEART OF FLORIDA, INC.

ARTICLE II PRINCIPAL OFFICE

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

500 Roper Parkway  
Ocoee, FL 34761

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

7,500

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Rudy Callahan  
206 Sweetwater Blvd. South  
Longwood, FL 32779

ARTICLE V INCORPORATOR

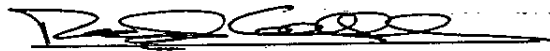
The name and street Address of the incorporator to these Articles of Incorporation is:

Rudy Callahan  
206 Sweetwater Blvd. South  
Longwood, FL 32779

ARTICLE VI PURPOSE

The corporation will engage primarily in automobile wholesale and retail sales, but may engage in any activity or business permitted by the laws of the State of Florida

The undersigned incorporator has executed these Articles of Incorporation this 19th day of April, 2001.

A handwritten signature in black ink, appearing to read "R. S. Goo", written over a horizontal line.

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

01 APR 23 PM 3:56

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, TALLAHASSEE, FLORIDA  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE  
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING  
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the corporation is:

HEART OF FLORIDA, INC.

2. The name and address of the registered agent and office is:

Rudy Callahan  
206 Sweetwater Blvd. South  
Longwood, FL 32779

*Having been named as 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 registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Signature)

4-19-2001  
(Date)