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RICHARD C. STODDARD
GARY I. CHRISTIAN

J. QUINTON RUMPH
RETIRED

May 23, 2001

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED
01 MAY 24 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: CARS AND CREDIT OF NORTH FLORIDA, INC.

300004315382-9
-05/24/01-01071-008
*****78.75 *****78.75

Dear Sir or Madam:

I am enclosing herewith for filing the original and one copy of the Articles of Incorporation for CARS AND CREDIT OF NORTH FLORIDA, INC., together with our check in the amount of \$78.75 for the filing fee.

Please contact me if you have any questions. Thank you for your cooperation in this regard.

Very truly yours,



Gary I. Christian

GIC:dtm

Enclosures

gic 6/1

ARTICLES OF INCORPORATION
OF
CARS AND CREDIT OF NORTH FLORIDA, INC.

FILED
01 MAY 24 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

The name of this corporation is: CARS AND CREDIT OF NORTH FLORIDA, INC.

ARTICLE II.

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Seventy Five Hundred (7500) shares capital stock having a par value of One Dollar (\$1.00) each.

ARTICLE IV.

This corporation shall have perpetual existence.

ARTICLE V.

The number of directors that the corporation shall have shall be not less than one (1) but may be such greater number as may be elected by the shareholders from time to time in accordance with the Bylaws of the corporation. Initially, the corporation shall have two (2) directors.

ARTICLE VI.

The principal office address of the corporation is 1200 Cassat Avenue, Jacksonville, Florida 32205.

ARTICLE VII.

The names and post office addresses of the members of the first Board of Directors, who shall hold office for the first year of existence of the corporation or until his successor is elected or appointed and has qualified is:

<u>Name</u>	<u>Post Office Address</u>
Donald R. Kelley	2594 Aquarius Road Orange Park, Florida 32073
John Phillip Risley	4766 Waverly Jacksonville, Florida 32210

ARTICLE VIII.

The name and post office address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Post Office Address</u>
Gary I. Christian	3100 University Boulevard South Suite 101 Jacksonville, Florida 32216

ARTICLE IX.

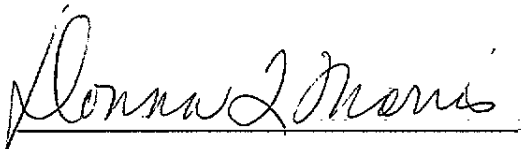
The name of the initial registered agent of this corporation at that address is Gary I. Christian, and the street address of the initial registered agent of this corporation is 3100 University Boulevard South, Suite 101, Jacksonville, Florida 32216.

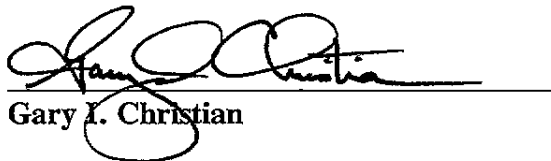
ARTICLE X.

This corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

THE UNDERSIGNED, being the original incorporator hereinafter named for the purpose of forming a corporation to do business both within and outside of the State of Florida, to make, subscribe, acknowledge, and file these Articles, hereby declares and certifies that the facts herein stated are true and accordingly have hereunto set my hand and seal this 23^d day of May, 2001.

*Signed, sealed, and delivered
in the presence of:*





Gary I. Christian



Witnesses as to Incorporator

STATE OF FLORIDA)

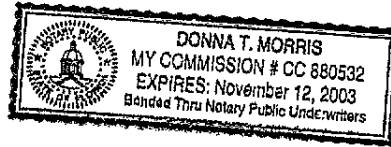
COUNTY OF DUVAL)

23rd The foregoing Articles of Incorporation were subscribed before me on this day of May, 2001, by Gary I. Christian, who is personally known to me and who did take an oath.

GIVEN under my hand and seal of office the day and here aforesaid.

Donna T. Morris

Notary Public
State of Florida at Large
My Commission Expires:



CARS AND CREDIT OF NORTH FLORIDA, INC.

ARTICLES OF INCORPORATION

PAGE 4


**CERTIFICATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

FILED
01 MAY 24 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That CARS AND CREDIT OF NORTH FLORIDA, INC., a corporation duly organized and existing under the laws of the State of Florida, with its registered office being at 3100 University Boulevard South, Suite 101, Jacksonville, Florida 32216, County of Duval, State of Florida, has named GARY I. CHRISTIAN as its registered agent to accept service of process within this state.

5/23/01
Date




Gary I. Christian, Incorporator

ACCEPTANCE

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

5/23/01
Date



Gary I. Christian,
Registered Agent

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