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Premier AutoMart, Inc.
4505 S. Ocean Blvd., #408
Highland Beach, FL 33487
561-274-6452 (fax) 561-274-6452

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 6, 2001

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

SUBJECT: PREMIER AUTOMART, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$87.50:

<input type="radio"/> \$70.00	<input type="radio"/> \$78.75	<input type="radio"/> \$78.75	<input checked="" type="checkbox"/> \$87.50 Filing Fee,
Filing Fee	Filing	Filing	Certified Copy &
Fee		Fee	Certificate of Status
& Certificate of Status		& Certified Copy	

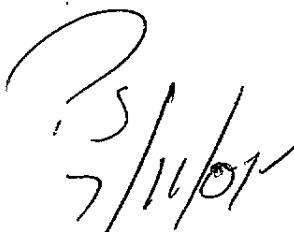
ADDITIONAL COPY ENCLOSED

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FROM:


J. Kenneth Hurst
4505 S. Ocean Blvd., #408
Highland Beach, FL 33487

561-274-6452


7/11/01

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PREMIER AUTOMART, INC.

THE UNDERSIGNED, subscribed to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

PREMIER AUTOMART, INC.

and its initial post office address and its principal office for the conduct of business is:

4505 South Ocean Boulevard, #408,

Highland Beach, Florida 33487

The Board of Directors may from time to time move the principal office to any other address in the United States of America.

ARTICLE II

The general purpose of the corporation is to engage in any activities or businesses permitted under the laws of the United States and Florida, including, but not limited to, the operation and management of an independent automobile dealership business.

ARTICLE III

The term for which this corporation shall exist shall be perpetual and the business of the corporation shall be conducted, carried on and managed by the officers of this corporation and a Board of Directors composed of one or more members, which number may be altered from time to time by an amendment to the By-Laws of this corporation within the limitations prescribed by law. The officers of this corporation shall be a President, Vice President, Secretary and Treasurer, and any other officer as the Board of Directors may deem expedient, one or more of which may be designated in the name of the same person.

ARTICLE IV

The corporation is authorized to issue 1,000,000 shares of common stock, all of one class, at Ten Cents (\$0.10) par value. Said capital stock shall be non-assessable and shall be payable in lawful money of the United States or in property, labor or services as a just valuation to be fixed by the stockholders as a meeting duly held and convened.

ARTICLE V

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by an amendment to the By-Laws of the corporation, but shall never be less than one (1). The name and address of the initial director of the corporation is:

J. Kenneth Hurst

4505 South Ocean Boulevard, #408

Highland Beach, FL 33487

Directors need not be residents Florida.

ARTICLE VI

The name and address of the initial registered agent and office of this corporation is:

J. Kenneth Hurst

4505 South Ocean Boulevard, #408

Highland Beach, FL 33487

ARTICLE VII

The name and address of the Incorporator signing these Articles of Incorporation is:

J. Kenneth Hurst

4505 South Ocean Boulevard, #408

Highland Beach, FL 33487

ARTICLE VIII

In any election of directors by the shareholders, each shareholder of record shall have the right to cumulate his shares and to give one candidate as many votes as the number of directors to be elected multiplied by the number of shares equals, or to distribute them on the same principle among as many candidates as he sees fit. This right to vote cumulatively shall not be further restricted or qualified by any provision in the By-Laws of the corporation.

ARTICLE IX

Sixty percent (60%) of the directors shall constitute a quorum for a meeting of the directors of this corporation. If a quorum is present, the affirmative vote of a majority of the directors present and voting shall be the act of the Board of Directors. Members of the Board of Directors may participate in regular, special and annual meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by law.

ARTICLE X

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation in which he may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company. The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

These Articles of Incorporation of this corporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE XII

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

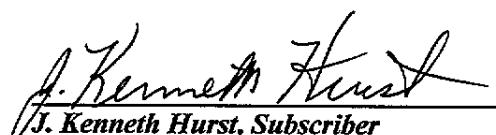
ARTICLE XIII

The shareholders of this corporation shall be entitled to remove any director from office at any time with or without cause.

ARTICLE XIV

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of July, 2001.



J. Kenneth Hurst

J. Kenneth Hurst, Subscriber

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REGISTERED AGENT DESIGNATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as Registered agent and agree to act in this capacity.

J. Kenneth Hurst
J. Kenneth Hurst, Registered Agent

STATE OF FLORIDA:

COUNTY OF PALM BEACH:

The foregoing instrument was acknowledged before me, on July 6, 2001, by J. Kenneth Hurst, who:

is personally known to me, or
 has produced identification in the form of a Florida Driver's License which was examined by me,

and who did take an oath, and acknowledged that he is the person who executed the foregoing Articles of Incorporation and Registered Agent Designation.

Sandee Wriston
Notary Public

