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RICHARD B. OWEN, P.A.

ATTORNEYS AND COUNSELLORS AT LAW

RICHARD B. OWEN

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August 1, 2001

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314
Attention: Certification Section

600004531246--3
-08/14/01--01005--012
****122.50 *****78.75

RE: A-CLASS AUTO SALES OF CENTRAL FLORIDA, INC.

Dear Sir or Madam:

Enclosed herewith please find two (2) counterparts of the Articles of Incorporation of the captioned corporation.

Additionally please find my check for \$122.50 in payment for the following:

a) Articles of Incorporation	35.00
b) Certified Copy	52.50
c) Designation of Resident Agent	<u>35.00</u>

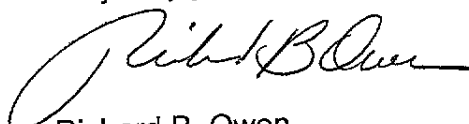
Total \$122.50

for the above referenced corporation.

Please be kind enough to process this request as soon as possible and return the Certified copy of Articles of Incorporation in the enclosed return envelope.

Thank you for your anticipated assistance and good services.

Very truly yours,


Richard B. Owen

RBO/ala
Enclosures

FILED
01 AUG 13 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-16-01
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FILED
01 AUG 13 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

A-CLASS AUTO SALES OF CENTRAL FLORIDA, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is: **A-CLASS AUTO SALES OF CENTRAL FLORIDA, INC.**, whose initial business address is 5250 S. U.S. Hwy. 17-92, Suite No. 4, Casselberry, FL 32707.

Article 2. Duration The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. To engage in the business of buying, selling, or dealing in motor vehicles or offering or displaying motor vehicles for sale at wholesale or retail; together with all ancillary services and products, including lease-purchase transactions.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is **TEN THOUSAND (10,000)** shares of common stock. Such shares shall be of a single class and shall have a par value of **ONE U.S. DOLLAR (\$1.00)** per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 5250 S. U.S. Hwy. 17-92, Casselberry, FL 32707 and the name of the Registered Agent at that address is Richard B. Owen.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

Richard B. Owen, Jr.
904 Spring Valley Road
Altamonte Springs, FL 32714-6517

Article 7. Incorporator. The name and address of each Incorporator is as follows:

Richard B. Owen, Jr.
904 Spring Valley Road
Altamonte Springs, FL 32714-6517

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 10. Rights of Initial Directors. Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the

Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

Article 11. Bylaws. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

Article 12. Commencement of Corporate Existence. In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 2^d day of August, 2001.


Richard B. Owen, Jr.

STATE OF FLORIDA

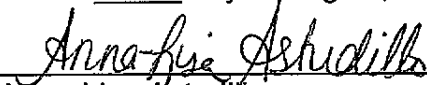
COUNTY OF SEMINOLE

Before me personally appeared **RICHARD B. OWEN, JR.**, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 2^d day of August, 2001.



Anna-Lisa Astudillo
Commission # 00 839309
Expires May 23, 2003
Bonded Thru
Atlantic Bonding Co., Inc.


Anna-Lisa Astudillo
Notary Public
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of A-CLASS AUTO SALES OF CENTRAL FLORIDA, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 2^d day of August, 2001.



RICHARD B. OWEN, Registered Agent

FILED
01 AUG 13 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA