

PO1000080698

Wanda M. Stumbo  
PO Box 1984  
Palatka, FL 32178-1984  
904/312-0202  
August 10, 2001

Florida Dept. of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

FILED  
2001 AUG 13 AM 10:49  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Dear Sir,

Enclosed is the original and one copy for WW Auto Financing, Inc. and a check for \$78.75 for the filing fee and certified copy.

Please return copy to:

Wanda M. Stumbo  
PO Box 1984  
Palatka, FL 32178-1984

700004530157--2  
-08/13/01--01070--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Thank you,

*Wanda M. Stumbo*

Wanda M. Stumbo

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8/11/01

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

OF

WW AUTO FINANCING, INC.

I, THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION,  
DO HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF  
FLORIDA.

ARTICLE I. NAME

THE NAME OF THIS CORPORATION IS WW AUTO FINANCING, INC.

ARTICLE II. DURATION OF THE CORPORATION

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE III. NATURE OF BUSINESS

THE GENERAL PURPOSE FOR WHICH THIS CORPORATION IS INITIALLY  
ORGANIZED SHALL CONSIST OF THE TRANSACTIONS OF ANY OR ALL LAWFUL  
BUSINESS FOR WHICH BUSINESSES MAY BE INCORPORATED UNDER AND  
PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT.

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#### ARTICLE IV. CAPITAL STOCK

THE CORPORATION SHALL BE AUTHORIZED TO ISSUE COMMON STOCK, OF A SINGLE CLASS, OF A TOTAL OF NOT MORE THAN ONE-THOUSAND (1000) SHARES, HAVING PAR VALUE OF \$1.00 PER SHARE.

#### ARTICLE V. ADDRESS OF REGISTERED OFFICE

THE REGISTERED ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS 129 CAMILLE, SATSUMA, FL 32189 AND THE NAME OF ITS INITIAL REGISTERED AGENT WITH SUCH ADDRESS IS WENDELL WILSON. THE BOARD OF DIRECTORS MAY FROM TIME TO TIME REMOVE THE REGISTERED OFFICE TO ANY OTHER STREET ADDRESS IN FLORIDA, AND DESIGNATE OTHER PERSONS AS ITS REGISTERED AGENTS, PROVIDED THAT THE REGISTERED AGENT SHALL MEET THE REQUIREMENTS OF LAW.

#### ARTICLE VI. BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE A BOARD OF DIRECTORS CONSISTING OF NOT LESS THAN ONE (1) PERSONS. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME, BUT SHALL NEVER BE LESS THAN ONE (1). NOTHING IN THESE ARTICLES, HOWEVER, SHALL BE CONSTRUCTED TO PROHIBIT THE BOARD FROM DESIGNATING ONE OF ITS MEMBERS AS AN EXECUTIVE COMMITTEE, WITH FULL POWERS TO ACT FOR AND IN BEHALF OF THE DIRECTORS FOR SUCH PERIOD AND UPON SUCH TERMS AS THE BYLAWS MAY PROVIDE.

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THE NAMES AND ADDRESSES OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE BOARD OF DIRECTORS IS AS FOLLOWS:

WENDELL WILSON  
129 CAMILLE  
SATSUMA, FL 32189

ARTICLE VII. INCORPORATORS

THE PERSON WHO HAS SIGNED AND DELIVERED OR REQUESTED TO BE DELIVERED THESE ARTICLES OF INCORPORATION TO THE DEPARTMENT OF STATE, STATE OF FLORIDA, IS THE INCORPORATOR OF THIS CORPORATION, WHOSE NAMES AND ADDRESSES ARE AS FOLLOWS:

WENDELL WILSON  
129 CAMILLE  
SATSUMA, FL 32189

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ARTICLE VIII. DESIGNATION OF REGISTERED AGENT

THERE IS APPENDED TO THESE ARTICLES A CERTIFICATE DESIGNATING A RESIDENT AGENT AND ADDRESS AND PHYSICAL LOCATION OF THE OFFICE, PLACE OF BUSINESS OR LOCATION FOR THE SERVICE OF PROCESS UPON THIS CORPORATION WITHIN THIS STATE. THAT CERTIFICATE IS MARKED "EXHIBIT A" AND IS BY THIS REFERENCE MADE PART OF THESE ARTICLES.

IN WITNESS WHEREOF, EACH INCORPORATOR NAMED IN THESE ARTICLES HAS SIGNED THESE ARTICLES OF INCORPORATION.

  
\_\_\_\_\_  
WENDELL WILSON

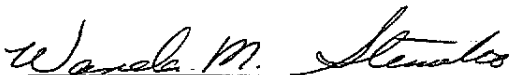
STATE OF FLORIDA

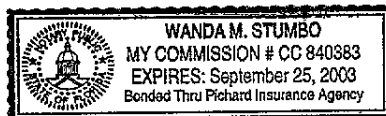
COUNTY OF PUTNAM

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED TO WENDELL WILSON KNOWN TO ME TO BE THE PERSON DESCRIBED AS THE INCORPORATOR IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED THE SAID ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID.

THIS 10TH DAY OF AUGUST, 2001.

  
\_\_\_\_\_  
WANDA M. STUMBO MY COMMISSION EXPIRES:



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WW AUTO FINANCING, INC.

EXHIBIT A

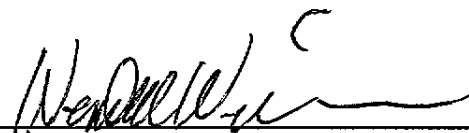
DESIGNATION OF

REGISTERED AGENT

THE ABOVE NAMED CORPORATION DOES HEREBY DESIGNATE WENDELL WILSON,  
AN INDIVIDUAL, RESIDENT OF THE STATE OF FLORIDA, AS ITS  
REGISTERED AGENT WITHIN THE MEANING OF THE FLORIDA GENERAL  
CORPORATION ACT, AND FURTHER DESIGNATES 129 CAMILLE, SATSUMA, FL  
32189 AS ITS REGISTERED OFFICE.

WW AUTO FINANCING, INC.

BY

A handwritten signature in dark ink, appearing to read 'Wendell Wilson', is written over a horizontal line.

WENDELL WILSON

REGISTERED AGENT

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

THE UNDERSIGNED HAS BEEN APPOINTED AS REGISTERED AGENT OF WW  
AUTO FINANCING, INC. AND DOES ACCEPT THAT APPOINTMENT AND AGREES  
TO ACT AS SUCH.



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WENDELL WILSON  
REGISTERED AGENT