

P010000098129  
LANDT, WIECHENS, LaPEER & AYRES  
A Registered Limited Liability Partnership  
ATTORNEYS AT LAW

FREDERICK E. LANDT, III  
EUGENE A. WIECHENS, P.A.  
RUSSELL W. LAPEER, P.A.\*  
BENJAMIN H. AYRES

\* Board Certified: Civil Litigation and  
Business Litigation  
Also Admitted to District of Columbia  
Certified Mediator: Florida & Federal Courts

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BELLEVUE OFFICE  
5709 S.E. ABSHIER BLVD.  
BELLEVUE, FLORIDA  
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October 5, 2001

PLEASE REPLY TO  
OCALA OFFICE

Via FEDERAL EXPRESS

Department of State  
Division of Corporations  
409 E. Gains Street  
Tallahassee, FL 32399

500004626775-8  
-10/08/01-01054-003  
\*\*\*\*122.50 \*\*\*\*78.75

Re: CARMICHAEL MOTOR CAR COMPANY, INC.

Dear Sir:

Enclosed please find an original and two (2) copies of the Articles of Incorporation for the above corporation, together with a check in the amount of \$122.50 for payment as follows:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>

TOTAL

\$122.50

Upon your approval, please certify a copy of these Articles of Incorporation and return it to my office.

Sincerely,

LANDT, WIECHENS, LaPEER & AYRES

By:

Benjamin H. Ayres

BHA:pan

Enclosures

5CAR\SEC-ST.LTR

01 OCT -8 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Ps  
10/9/01

FILED

01 OCT -8 AM 11:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**CARMICHAEL MOTOR CAR COMPANY, INC.**

**ARTICLE I: NAME**

The name of this Corporation is CARMICHAEL MOTOR CAR COMPANY, INC.

**ARTICLE II: PURPOSE**

The general nature of the objects and purposes of this Corporation shall be to engage in any activity or business permitted under the laws of the United States and of this State.

**ARTICLE III: CAPITAL STOCK**

The amount of the capital stock for which this Corporation is authorized to issue is 1000 shares of \$1.00 par value common stock.

**ARTICLE IV: INITIAL CAPITAL**

The amount of capital with which this Corporation will begin business is \$1,000.00 (One Thousand Dollars).

**ARTICLE V: TERM OF EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved according to law, effective upon approval by the Secretary of State of the State of Florida.

**ARTICLE VI**

The name and residence of the subscribers to these Articles of Incorporation is as follows:

NAME

ADDRESS

HERBERT CARMICHAEL WILKINSON

4731 NE 10<sup>th</sup> Street  
Ocala, FL 34470

GARY M. BENNETT

1545 NE Second Street, Unit A  
Ocala, FL 34470

**ARTICLE VII: BOARD OF DIRECTORS**

Section 1: The business affairs of this Corporation shall be managed by the Board of Directors. This Corporation shall have two Directors initially. The number of Directors may be increased or decreased from time to time, by the By-Laws.

Section 2: The Board of Directors shall be members of the Corporation.

Section 3: Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

Section 4: The names and addresses of the persons who are to serve as Directors are:

NAME

ADDRESS

HERBERT CARMICHAEL WILKINSON

4731 NE 10<sup>th</sup> Street  
Ocala, FL 34470

GARY M. BENNETT

1545 NE Second Street, Unit A  
Ocala, FL 34470

**ARTICLE VIII: BY-LAWS**

Section 1: The Board of Directors of this Corporation may provide such By-Laws for the conduct of the business of the Corporation and the carrying out of its purposes as they may deem necessary from time to time.

Section 2: Upon proper notice, the By-Laws may be amended, altered or rescinded by a three-fourths (3/4) vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

#### **ARTICLE IX: INITIAL REGISTERED AGENT**

The street address of the initial principal office of this Corporation is 10340 SE Highway 441, Belleview, FL 34420, and the name of the initial registered agent of this Corporation is BENJAMIN H. AYRES, 445 NE 8th Avenue, Ocala, FL 34470.

#### **ARTICLE X: EFFECTIVE DATE**

These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

#### **ARTICLE XI: AMENDMENTS**

These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present, after notice in writing of the exact wording of the proposed amendment at two regularly scheduled meetings.

#### **ARTICLE XII: DISSOLUTION**

In the event of dissolution, the assets of the Corporation shall be distributed to the stockholders.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals, this 28th day of September, 2001, for the purpose of forming this Corporation.

Herbert Carmichael Wilkinson  
HERBERT CARMICHAEL WILKINSON  
Incorporator

Gary M. Bennett  
GARY M. BENNETT, Incorporator

STATE OF FLORIDA

COUNTY OF MARION

BEFORE ME, a Notary Public duly authorized in the state and county above named to take acknowledgments, personally appeared HERBERT CARMICHAEL WILKINSON, who,

       Is personally known to me.

☒ Produced the following identification:

HERBERT CARMICHAEL WILKINSON: Florida Drivers License

and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 28th day of September, 2001.

Patti A. Nameth  
Notary Public  
Printed Name: Patti A. Nameth  
My commission expires:



STATE OF FLORIDA

COUNTY OF MARION

BEFORE ME, a Notary Public duly authorized in the state and county above named to take acknowledgments, personally appeared GARY M. BENNETT, who,

\_\_\_\_\_ Is personally known to me.

☒ Produced the following identification:

GARY M. BENNETT: Florida Drivers License

and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 28<sup>th</sup> day of September, 2001.

Patti A. Nameth

Notary Public

Printed Name: Patti A. Nameth

My commission expires:

5/CAR/ART-INC



Patti A. Nameth  
MY COMMISSION # CC756910 EXPIRES  
July 26, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

FILED

OCT-8 AM 11:03

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR

DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

CARMICHAEL MOTOR CAR COMPANY, INC., desiring to organize under the laws of the State of Florida, with it's principal office, as indicated in the Articles of Incorporation, at the City of BELLEVIEW, County of MARION, State of FLORIDA, has named BENJAMIN H. AYRES, located at 445 NE 8th Avenue, Ocala, FL 34470, as it's agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for 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 provision of said Act relative to keeping open said office.

By: 

BENJAMIN H. AYRES  
Resident Agent

5\CAR\RES-AGENT