ACCOUNT NO.: 072100000032

REFERENCE: 556244

AUTHORIZATION:

COST LIMIT : \$ 70.00

ORDER DATE: December 28, 2001

ORDER TIME : 11:02 AM

CORPORATION

ORDER NO. : 556244-005

CUSTOMER NO: 9598A

CUSTOMER: Ms. Robin L. Gay

Staples, Lang & Associates,

P.A.

Suite 400

41 N. Jefferson Street Pensacola, FL 32501

DOMESTIC FILING

NAME:

BYRD AUTOMOTIVE OF

PENSACOLA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

\_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

DIVISION OF CORPCEATION 10. DEC 28 PM 4: 43

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FILED

01 DEC 28 AM 8:31

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BYRD AUTOMOTIVE OF PENSACOLA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

### ARTICLE I. NAME

The name of the corporation shall be:

BYRD AUTOMOTIVE OF PENSACOLA, INC.

The address of the principal office of this corporation shall be 3991 N."W" Street, Suite 4, Pensacola, Florida 32505, and the mailing address of the corporation shall be the same.

### ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

# ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

# ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

# ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Jimmy Byrd 3991 N."W" Street, Suite 4 Pres. Pensacola, Florida 32505

Jody Johnston 3991 N."W" Street, Suite 4 Vice Pres. Pensacola, Florida 32505

### ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

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OI DEC 28 AM 8: 31

SECRETARY OF STATE TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on December 28, 2001.

CORPORATION SERVICE COMPANY

By: <u>Welpyah W. Skipper</u> as its Agent, Deborah D. Skipper

# ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Weborah W. Skepper as its Agent, Deborah D. Skipper

BKC/axy