

TRANSMITTAL LETTER

P02000009316

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

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JAN 22 AM 11:21

SUBJECT: Automotive Alternatives, Inc.
(Proposed corporate name - must include suffix)

200004762222--8
-01/09/02--01035--024
*****78.75 *****78.75

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

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☒ \$78.75 Filing Fee & Certified Copy
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: Fidelity Accounting Services
Name (Printed or typed)
P.O. Box 15698
Panama City, FL 32406

Address

City, State & Zip

(850) 747-1510
Daytime Telephone number

No Answer

W2-1161

fc

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 15, 2002

FIDELITY ACCOUNTING SERVICES
P O BOX 15698
PANAMA CITY, FL 32406

SUBJECT: AUTOMOTIVE ALTERNATIVES, INC.
Ref. Number: W02000001161

We have received your document for AUTOMOTIVE ALTERNATIVES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6904.

Freida Chesser
Corporate Specialist
New Filings Section

Letter Number: 802A00001996

ARTICLES OF INCORPORATION
OF
AUTOMOTIVE ALTERNATIVES OF NW FL, INC.

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1. The name of the corporation is **AUTOMOTIVE ALTERNATIVES OF NW FL, INC.**
2. The period of its duration is perpetual.
3. The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act, including, but not limited to the sale, service, repair or any other lawful activity as relates to the general business activity associated with auto service and repair or any other retail or wholesale trade.
4. The aggregate number of shares of capital stock which the corporation shall have authority to issue is 100,000 shares of common stock, par value \$.01 per share.
5. The location and mailing address of the initial registered office and principal office of the corporation are 541 S. Tyndall Parkway, Panama City, Florida 32404, and the name of its initial registered agent at such address is Paul E. Sandifer.
6. The number of directors constituting the initial board of directors of the corporation is one (1), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders and until their successors are elected and shall qualify are as follows:

Name

Paul E. Sandifer

Address

541 S. Tyndall Parkway
Panama City, FL 32404

7. The name and address of the incorporator of the corporation is Paul E. Sandifer, 541 S. Tyndall Parkway, Panama City, FL 32404.
8. Any shareholder, or the corporation itself as provided by these by laws, shall have the pre-emptive right to purchase shares of any class of capital stock of the corporation, including treasury shares if the same or greater consideration is paid for such treasury shares as was incurred by the corporation. Such right shall include the right to notice of consideration of offer to purchase shares, if

and upon the payment of an amount equivalent to the offer in consideration plus one dollar (US), allowing that said consideration may be required by the selling shareholder to be paid not less than thirty days from the notification of intent to purchase and said notification of intent to purchase to be provided before the end of the seven day consideration period, said shares shall be transferred to the electing shareholder. Any shareholder may utilize this section to purchase any amount or all shares as may be stipulated by the duly required notice of consideration of offer to purchase shares regardless of any requirements in the offer under consideration requiring a stated or minimum number of shares. The provisions of this section shall not apply upon any current shareholders who are engaging in any transactions involving shares of the corporation as long as both the buying and selling parties are both current shareholders and the shares transferred inure to the benefit of a current shareholder. Further, this provision shall not apply to the sale or transfer of any shares to any trusts as long as the trust inures to the direct or indirect benefit of the transferring shareholder or said shareholders heirs and beneficiaries.

9. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases by the corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the corporation available therefor.

The undersigned, acting as incorporator of the corporation named herein in accordance with the Florida General Corporation Act, executes these Articles of Incorporation this 1st day of January, 2002.

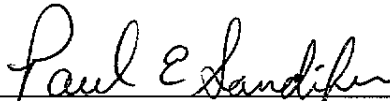

Paul E. Sandifer

ACCEPTANCE OF INITIAL REGISTERED AGENT
AUTOMOTIVE ALTERNATIVES, INC.

of NW FL

I hereby accept appointment as Registered Agent for Automotive Alternatives, Inc. and am familiar with and accept the duties and responsibilities as Registered Agent.

DATED as of the 1st day of January, 2002.



Paul E. Sandifer, Registered Agent

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