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ARTICLES OF INCORPORATION 02 JAN 30 AM 9: 12

<u>FOR</u>

TALLAHASSEE, FLORIDA

B & G Car Sales, Inc.

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

Article I. NAME

The name of this corporation shall be B & G Car Sales, Inc.

Article II. PLACE OF BUSINESS

The principal place of business of this corporation shall be 2100 - 3rd Avenue North, St. Petersburg, FL 33713.

Article III. NATURE OF BUSINESS

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

Article IV. DURATION

This corporation shall exist perpetually.

Article V. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value stock, which shall be designated "Common Shares".

Article VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2100 - 3rd Avenue North, St. Petersburg, FL 33713, and the name of the initial registered agent of this corporation at that address is George Prodanov.

Article VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and address of the initial director of this corporation are:

George Prodanov 2100 - 3rd Avenue North St. Petersburg, FL 33713

Article VIII. OFFICERS

The initial officers of this corporation and their offices shall be as follows:

PRESIDENT

George Prodanov

VICE-PRESIDENT

George Prodanov

SECRETARY

George Prodanov

TREASURER

George Prodanov

Article IX. INCORPORATOR

The name and address of the person signing these articles is:

George Prodanov 2100 - 3rd Avenue North St. Petersburg, FL 33713

Article X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article XI. EFFECTIVE DATE

This corporation shall become effective upon the filing of these articles.

George Prodanov Incorporator

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02 JAN 30 AM 9: 12

CERTIFICATE DESIGNATING REGISTERED AGENT / REGISTERED OFFICEALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

- 1. The name of the corporation is B & G Car Sales, Inc.
- 2. The name and address of the registered agent and office is:

George Prodanov 2100 - 3rd Avenue North St. Petersburg, FL 33713

Signature S. Preclaner

Title President

Date 1/28/02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature <u>S. Preclouer</u>

Date 1/28/02