

P02000020322**Florida Department of State**

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : YOUR CAPITAL CONNECTION, INC.

Account Number : I20000000257

Phone : (850) 224-8870

Fax Number : (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 21 PM 12:00

FLORIDA PROFIT CORPORATION OR P.A.**Sullivan-Wesenberg Chrysler-Jeep, Inc.**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
Sullivan-Wesenberg Chrysler-Jeep, Inc.

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

ARTICLE I: NAME

The name of the corporation is Sullivan-Wesenberg Chrysler-Jeep, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 3000 North Main Street, Gainesville, FL 32601.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ten-thousand (10,000) shares having a par value of (1.00) per share.

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ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is James E. Clayton, 111 SE First Avenue, Gainesville, FL 32601.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is Arthur Sullivan, 246 Monterey Road, Palm Beach, FL 33480, Ken Wesenberg, 3000 N. Main Street, Gainesville, FL 32609, Chris Smith, 3000 North Main Street, Gainesville, FL 32609, Wanda Bostic, 3000 N. Main Street, Gainesville, FL 32609.

ARTICLE VII: PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

The undersigned has executed these Articles of Incorporation this 21st day of February 2002.

Capital Connection, Inc. by Leilani White, Client Representative"

Leilani White

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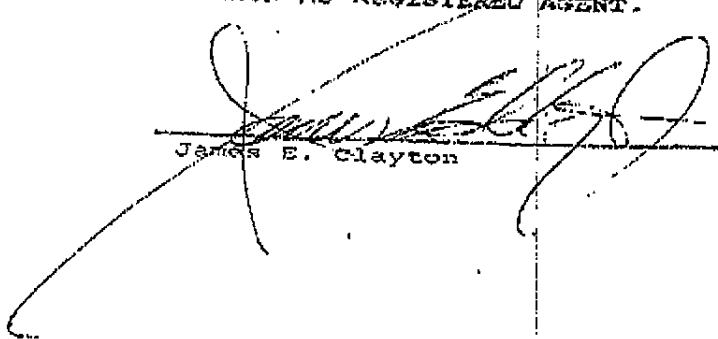
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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: Sullivan-Wosenberg Chrysler-Jeep, Inc.
2. The name and street address of the registered agent and office is: James E. Clayton as Resident Agent
111 SE First Avenue
Gainesville, FL 32601

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


James E. Clayton

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