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March 25, 2002

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32304

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-03/27/02--01032--019
*****78.75 *****78.75

RE: Northpoint Auto Sales, Inc.

Gentlemen:

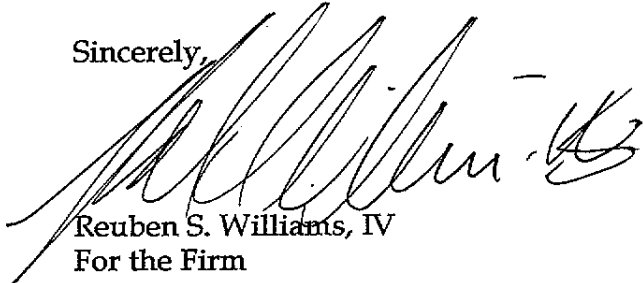
Enclosed herewith please find the original and one copy of Articles of Incorporation for the above referenced corporation together with this firm's check in the amount of \$78.75 for the filing fee consisting of the following:

Filing Fee	\$35.00
Registered Agent Designation	35.00
Certified Copy of Articles	8.75
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Total enclosed	\$78.75

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAR 27 PM 12:21

Upon filing of same, please return a certified copy of the Articles of Incorporation to my office.

Sincerely,


Reuben S. Williams, IV
For the Firm

RSW/bb
Enclosures: Articles of Incorporation
Filing Fee check

F. CHESSEY APR 3

ARTICLES OF INCORPORATION

Northpoint Auto Sales, Inc.

ARTICLE I - NAME

The name of this corporation is Northpoint Auto Sales, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7500 shares of \$1.00 par value common stock.

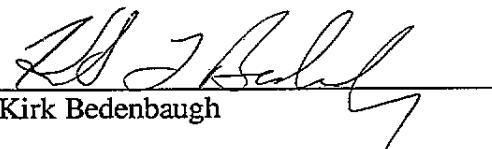
ARTICLE V - MAILING ADDRESS

The principal office of the corporation shall be 5314 SE Maricamp Road, Ocala, Florida, 34481, and the mailing address of the corporation is 5314 SE Maricamp Road, Ocala, Florida, 34481.

**ARTICLE VI - INITIAL REGISTERED AGENT -
DESIGNATION AND ACCEPTANCE**

The name and address of the initial registered agent and office of this corporation is: Kirk Bedenbaugh, 1831 NE 38th Street, Ocala, Florida, 34479. Kirk Bedenbaugh has signed these Articles of Incorporation to indicate his acceptance and agreement to act in this capacity as contemplated by §607.0202, Florida Statutes.

I hereby accept the appointment as Registered Agent of Northpoint Auto Sales, Inc. and agree to act in that capacity.


Kirk Bedenbaugh

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAR 27 PM 12:21

ARTICLE VII - INCORPORATOR AND
INITIAL BOARD OF DIRECTOR

The name and address of the persons signing these Articles of Incorporation is as follows:

NAME:

ADDRESS:

Kirk Bedenbaugh

1831 NE 38th Street
Ocala, FL 34479

The corporation shall have one director initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one (1) and the method of election of directors shall be governed by the By-Laws. The name and address of the initial Director of this corporation is:

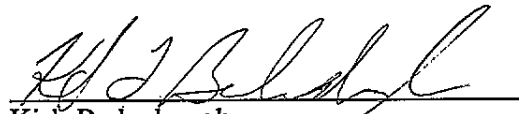
NAME:

ADDRESS:

Kirk Bedenbaugh

1831 NE 38th Street
Ocala, FL 34479

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 25 day of MARCH, 2002.


Kirk Bedenbaugh

STATE OF FLORIDA

COUNTY OF MARION

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Kirk Bedenbaugh, who acknowledged before me that he is the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this 25 day of March, 2002.

Notary Public:

Sign Brandi L Blake
Print Brandi L Blake

State of Florida At Large (Seal)

My Commission Expires:

Personally known _____

Produced Identification ✓

Type of Identification Produced FL DL



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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