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ORNEYS' TITLE Requestor's Name 660 E. Jefferson St. 850-222-2785 Tallahassee, FL 32301 City/St/Zip CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1- PANAMA CITY MOTORS, INC. Certified Copy Pick-up time ASAP X Walk-in Certificate of Status Will wait Photocopy Mail-out **AMENDMENTS NEW FILINGS** Amendment XXX Profit Resignation of R.A., Officer/Director Non-Profit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/QUALIFICATION OTHER FILINGS 900005134939--5 Foreign Annual Report *****70.00 *****70.00 Limited Partnership Fictitious Name Name Reservation Reinstatement

> Trademark Other

> > Examiner's Initials (1)

2002 APR -5 PM 1:57

SECRETARY OF STATE TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

PANAMA CITY MOTORS, INC.

ARTICLE I

The name of this corporation shall be PANAMA CITY MOTORS, INC.

<u>ARTICLE II</u>

This corporation shall have perpetual existence.

ARTICLE III

The primary purpose of this corporation shall be to engage in the business of selling used cars to the general public and the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

ARTICLE IV

The amount of capital stock authorized shall be 1000 shares of common stock having a par value of One Dollar (\$1.00) per share, making a total authorized capital stock of One Thousand Dollars (\$1000).

ARTICLE V

The street address of the corporation's initial registered office is 1209 West 15th Street, Panama City FL 32405. The name of the corporation's initial registered agent at such address is Fred Pierson. The street address of the corporation's principal office is 1209 West 15th Street, Panama City FL 32405. The street address of the registered office and business address is the same.

ARTICLE VI

The amount of capital with which this corporation shall begin its business ventures

is not less than ONE THOUSAND DOLLARS (\$1000).

ARTICLE VII

The management of the corporate affairs of this corporation shall be managed by the Board of Directors.

ARTICLE VIII

The number of directors constituting the initial Board of Directors shall be not less than one (1) nor more than three (3).

ARTICLE IX

The name and address of each person who is to serve as a member of the initial Board of Directors is:

Fred Pierson, 3201 Treasure Circle, Panama City Beach FL 32408

ARTICLE X

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

Fred Pierson, 3201 Treasure Circle, Panama City Beach FL 32408

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed this the Articles of Incorporation at Panama City, Florida, for the uses and purposes herein expressed this <u>3</u> day of April, 2002.

RED PIERSON

STATE OF FLORIDA COUNTY OF BAY

The foregoing instrument was acknowledged before me this 3 day of April, 2002 by FRED PIERSON, who is personally known to me or who has produced Vyour 40 (type of identification) as identification and who did take an oath.

Signature of Notary Public

Printed Name of Notary Public

Commission No.

My Commission Expires

Amy P. Dysold
MY COMMISSION # DD012937 EXPIRES

November 17, 2003

ONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS

In pursuance of Chapter 48.091, Florida Statutes, the following is subMitted in SEE FLORIDA compliance with said Act:

That Panama City Motors, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Panama City, County of Bay, State of Florida, has named Fred Pierson, located at 1209 West 15th Street, City of Panama City, County of Bay, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

STATE OF FLORIDA COUNTY OF BAY

Sworn to and subscribed before me this 3 day of April, 2002, by FRED PIESON, who is personally known to me or who has produced known to me (type of identification) as identification.

Any P. Dusold Signature of Notary Public

Printed Name of Notary Public

Commission No.: _____ MY COMMISSION # DD012937 EXPIRES

Commission Expires:

Amy P. Dusold

November 17, 2003 BONDED THRUTROY FAIN INSURANCE, INC.