

PO200008228072-6

Jacquelyn R. Campbell, C.P.A., P.A.
Certified Public Accountant

October 3, 2002

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

200008228072-6
-10/07/02--01021-001
*****78.75 *****78.75

Gentlemen:

Enclosed are an original and a copy of Articles of Incorporation for:

Willow Bend Automotive, Inc.
1915 Collier Parkway
Lutz, FL 33549

EFFECTIVE DATE
11-03-02

Also enclosed is a check for \$78.75, payable to the Division of Corporations, in payment of filing fees, a certified copy and designation of a registered agent.

Please send copy of accepted Articles of Incorporation to:

Jacquelyn R. Campbell, C.P.A., P.A.
7211 Hiawatha Parkway
Spring Hill, Florida 34606

Respectfully,

Jacquelyn R. Campbell
Jacquelyn R. Campbell

FILED
02 OCT - 7 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JRC/dt
Enclosures

g/16/8

ARTICLES OF INCORPORATION
OF
WILLOW BEND AUTOMOTIVE, INC.

FILED
02 OCT -7 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida, providing for the formation, rights, privileges, immunities and liabilities of the corporations for profit.

ARTICLE I - NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the corporation shall be:

WILLOW BEND AUTOMOTIVE, INC.

EFFECTIVE DATE

10-03-08

The principal place of business of this corporation shall be:

**1915 Collier Parkway
Lutz, FL 33549**

ARTICLE II - PERIOD OF DURATION

The period of duration of this corporation is perpetual, commencing on the date of execution and acknowledgment of these articles or the earliest date allowable by the division of corporations, unless dissolved according to law.

ARTICLE III - PURPOSE

The purpose for which this corporation is organized is to engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The corporation shall have the authority to issue 7000 shares of \$1.00 par value common stock. Stock shall be issued under the terms, provisions and conditions of Section 1244 of the Internal Revenue Code.

ARTICLE V - REGISTERED AGENT

The name and address of the initial registered agent of this corporation is:

**Kevin M. Lowe
1915 Collier Parkway
Lutz, FL 33549**

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have **TWO** directors, initially, and the number of directors may be increased or decreased by amendment of the by laws of the corporation but shall in no case be less than one.

The names and street addresses of the members of the initial board of directors are as follows:

**Kevin M. Lowe
1915 Collier Parkway
Lutz, FL 33549**

**Sheryl N. Lowe
1915 Collier Parkway
Lutz, FL 33549**

ARTICLE VII - INCORPORATORS

The names and street addresses of the members of the initial subscribers signing these articles are as follows:

**Kevin M. Lowe
1915 Collier Parkway
Lutz, FL 33549**

**Sheryl N. Lowe
1915 Collier Parkway
Lutz, FL 33549**

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend, or repeal by laws shall be vested in the Board of Directors and the Shareholders.

A special meeting of the shareholders shall be held, upon the call of the President, for the purpose of completing the organization of the corporation and the adoption of the bylaws.

ARTICLE IX - RESTRICTIONS ON TRANSFER OF STOCK


Shares of capital stock of this corporation shall be issued initially to the following persons in the amounts set opposite of their names:

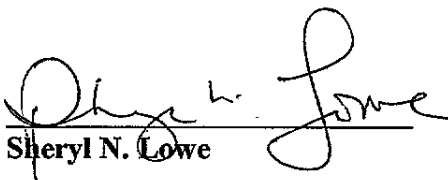
Kevin M. Lowe	50 Shares
Sheryl N. Lowe	50 Shares

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto.

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation this 3RD day of October, 2002.


Kevin M. Lowe


Sheryl N. Lowe

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

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida:

WILLOW BEND AUTOMOTIVE, INC.

The name and address of the registered agent and office is:

**Kevin M. Lowe
1915 Collier Parkway
Lutz, FL 33549**

Acknowledgment:

Having 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 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 obligation of my position as registered agent.



Kevin M. Lowe



Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA