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(Requestor's Name)

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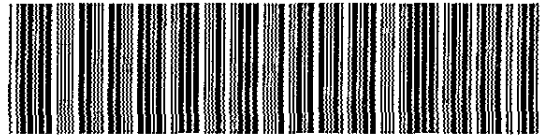
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

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

SUBJECT: Dealer Systems, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Michael Austell
Name (Printed or typed)

10355 Arrowhead Dr.
Address

Jacksonville, FL 32257
City, State & Zip

904/838-4837
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION OF DEALER SYSTEMS, INC.

In compliance with Chapter 607 and/or Chapter 621, Florida Statutes, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be Dealer Systems, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is:
10355 Arrowhead Drive
Jacksonville, Florida 32257

ARTICLE III PURPOSE

This corporation may engage in or transact any and 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 SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having a par value of \$0.10 per share.

ARTICLE V INITIAL OFFICERS/DIRECTORS

The following persons are the initial directors and/or officers of the corporation:

C. Michael Austell
10355 Arrowhead Drive
Jacksonville, Florida 32257

President/Director

Jose M. Palacios
128 Gardenia Avenue
Ponte Vedra Beach, Florida 32082

Vice President/Treasurer/
Director

Terry G. Trussell
7902 Los Robles Court

Vice President/Director

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TALLAHASSEE, FLORIDA

Jacksonville, Florida 32256

Ildefonso Fernandez
653 Monument Road #1418
Jacksonville, Florida 32225

Director

**ARTICLE VI
REGISTERED AGENT**

The name and Florida street address of the registered agent is:

C. Michael Austell
10355 Arrowhead Drive
Jacksonville, Florida 32257

**ARTICLE VII
INCORPORATOR**

The name and address of the incorporator is:

C. Michael Austell
10355 Arrowhead Drive
Jacksonville, Florida 32257

**ARTICLE VIII
LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

**ARTICLE IX
TERM OF EXISTENCE**

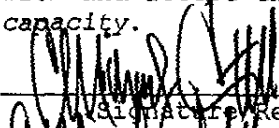
This corporation shall exist perpetually.

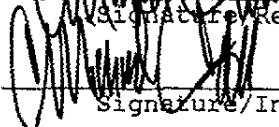
**ARTICLE X
SELF DEALING**

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a

director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

.....
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent


Signature/Incorporator

C. Michael Austell

2/27/03

Date

2/27/03

Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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