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F. CHESLER

MAY 27

John Evan Bearry
869 Queens Harbour Blvd. , Jacksonville Blvd. 32225
Tel: 904-962-0525

May 15, 2003

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation for **e-Dealership Services, Inc.**

Dear Sir:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for e-Dealership Services, Inc. along with a check for the total filing fees of \$70.00.

Please file and provide a filed copy to me, together with any other information you commonly provide to new incorporators at the address above.

Please contact me at the above address if you require anything further. My daytime telephone number is 904-962-0525.

With kindest regards, I am

Sincerely yours,


John Evan Bearry

3 Enclosures:

Original and one copy of Articles of Incorporation

Check # 1578 for \$70.00

ARTICLES OF INCORPORATION FLORIDA STOCK CORPORATION

In compliance with Chapter 607 and or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:
e-Dealership Services, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:
**869 Queens Harbour Blvd.
Jacksonville, FL 32225**

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:
**To provide a variety of marketing and sales services to the automotive, boating,
motor home and recreational vehicle industries.**

ARTICLE IV SHARES

The number of shares of stock the corporation is authorized to issue is:

<u>Number of shares authorized</u>	<u>Class</u>	<u>Par Value</u>
10,000 Shares	Common Stock	\$1.00/ Share

ARTICLE V INITIAL OFFICERS/DIRECTORS

The names, addresses and titles of the initial directors and officers are:

DIRECTORS

<u>Name</u>	<u>Address</u>
John Evan Bearry	869 Queens Harbour Blvd. Jacksonville, Florida 32225
Suzanne Marie Bearry	869 Queens Harbour Blvd. Jacksonville, Florida 32225
William Edward Bearry, Jr.	935 Midwest Trail, North Lake Elmo, Minnesota 55042

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OFFICERS

Title

President:

Names/ Addresses

John Evan Bearry
869 Queens Harbour Blvd.
Jacksonville, Florida 32225

Secretary/Treasurer:

William Edward Bearry, Jr.
935 Midwest Trail, North
Lake Elmo, Minnesota 55042

ARTICLE VI REGISTERED AGENT

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

John Evan Bearry
869 Queens Harbour Blvd.
Jacksonville, Florida 32225

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

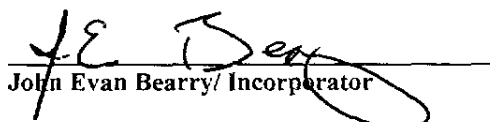
John Evan Bearry
869 Queens Harbour Blvd.
Jacksonville, Florida 32225

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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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.


John Evan Bearry/ Registered Agent

MAY 15, 2003
Date


John Evan Bearry/ Incorporator

MAY 15, 2003
Date