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ARTICLES OF INCORPORATION

ARTICLE I - Name:

The name of the corporation shall be BILL & SONS AUTO CENTER, INC.

ARTICLE II - Address:

The address of the principal office of the corporation is 10 S. Babcock Street, Melbourne, FL 32935, and the mailing address of the corporation is 10 S. Babcock Street, Melbourne, FL 32935.

ARTICLE III - Shares:

The number of shares of stock that this corporation is authorized to issue is 100. The par value for authorized shares shall be \$1.00.

ARTICLE IV - Initial Registered Agent:

The street address of the initial registered office is 10 S. Babcock Street, Melbourne, FL 32935, and the name of the initial registered agent is Harley Gibbens.

ARTICLE V - Incorporators:

The name and street address of each incorporator is:

William A. Gibbens, Sr. 23 Dale Avenue Melbourne, FL 32935

Kathyrn S. Gibbens 23 Dale Avenue Melbourne, FL 32935

Harley Gibbens 210 Charles Court Satellite Beach, FL 32937

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ARTICLE VI - Initial Directors:

The name and street address of each initial director is:

William A. Gibbens, Sr. 23 Dale Avenue Melbourne, FL 32935

Kathyrn S. Gibbens 23 Dale Avenue Melbourne, FL 32935

Harley Gibbens 210 Charles Court Satellite Beach, FL 32937

ARTICLE VII - Initial Officers:

The name and street address of each initial officer is:

William A. Gibbens, Sr.

President

23 Dale Avenue

Melbourne, FL 32935.

Harley Gibbens

Vice President

210 Charles Court

Satellite Beach, FL 32937

Kathyrn S. Gibbens 23 Dale Avenue

Melbourne, FL 32935

Secretary/Treasurer

The undersigned incorporators have executed these Articles of Incorporation this March

2004.

William A. Gibbens, Sr.

President

Harley Gibbens

Vice President

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: BILL & SONS AUTO CENTER, INC.
- 2. The name and address of the registered agent and office is:

Harley Gibbens 10 Babcock Street Melbourne, FL 32935

Having been named as registered agent and to accept service of process for the above corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in 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 obligations of my position as registered agent.

Date: March 16th 2004

Harley Gibbens

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