

CAPITAL CONNECTION, INC.

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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : YOUR CAPITAL CONNECTION, INC.

Account Number : I20000000257

Phone : (850) 224-8870

Fax Number : (850) 224-7047

FLORIDA PROFIT CORPORATION OR P.A.

BERKLEY AUTO & TRUCK SALES, INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CAPITAL CONNECTION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BERKLEY AUTO & TRUCK SALES, INC.

I, **LORANE STEWART DICKERSON**, 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 Corporation for profit.

ARTICLE I - NAME

The name of the Corporation shall be:

BERKLEY AUTO & TRUCK SALES, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

The Corporation may 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

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock, which should be designated "Common Shares".

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ARTICLE V - CAPITAL

The amount of capital with which the Corporation will begin business shall be \$100.00.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 130 Recker Highway, Auburndale, Florida 33823, and the mailing address is P.O. Box 211, Auburndale, Florida 33823. The name of the initial registered agent of this Corporation is **LORANE STEWART DICKERSON** whose address is 4415 Fox Town Street South, Polk City, Florida 33868.

ARTICLE VII

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it shall never be less than one.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors are as follows:

LORANE STEWART DICKERSON
Post Office Box 211
Auburndale, Florida 33823
(President, Vice-President, Treasurer, Secretary)

ARTICLE IX - INCORPORATORS

The name and address of the initial subscribers signing these Articles are as follows:

LORANE STEWART DICKERSON
Post Office Box 211
Auburndale, Florida 33823

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ARTICLE X - BYLAWS

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

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

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

LORANE STEWART DICKERSON 100 Shares

Shares held by the initial shareholders listed above may not be re-sold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

ARTICLE XII - ADOPTION OF BYLAWS

A special meeting of the subscriber or her assigns shall be held, upon the call of the president, for the purpose of completing the organizations of the Corporation and the adoption of the bylaws and the transaction of such other business as may come before the meeting.

ARTICLE XIII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions ~~contained in these Articles of Incorporation, or any amendment hereto, and any~~ right conferred upon the shareholder is subject to this reservation.

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ARTICLE XIV - TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions and conditions of 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal to these Articles of Incorporation, on this 24th day of March, 2004.


LORANE STEWART DICKERSON

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, personally appeared LORANE STEWART DICKERSON, who, being first duly sworn, deposes and says she is the individual described in and who executed the foregoing Articles of Incorporation and who produced H04000064537 407810 as identification and acknowledged before me that she executed same for the purposes therein expressed.

WITNESS my hand and official seal in the above named County and State this 24th day of March, 2004.



Nova R. Dobson
My Commission CD387837
Expires December 13, 2004


Notary Public, State of Florida

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

BERKLEY AUTO & TRUCK SALES, INC.

desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Auburndale, County of Polk, State of Florida, has named **LORANE STEWART DICKERSON**, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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


LORANE STEWART DICKERSON

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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