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## AFFORDABLE LEGAL CLINIC, INC.

426 E. Highway 434 • Winter Springs, Florida 32708
Post Office Box 180292 • Casselberry, Florida 32718-0292
Telephone: (407) 327-5297 • Facsimile: (407) 327-8444 • e-mail: rainbow@iag.net

October 1, 2004

Secretary of State
Division of Corporations
Post Office Box 6327
The Capitol
Tallahassee, Florida 32399-6327

Re: LAMAY AUTOMOTIVE, INC.

Division of Corporations:

Enclosed please find two copies of the Articles of Incorporation and Registered Agents' Certificate for a new Florida corporation now being formed - LAMAY AUTOMOTIVE, INC. Please note under ARTICLE V that the initial President and Vice-President of the corporation are J. MICHAEL LAMAY and CHERYL H. TAYLOR, respectively.

Also enclosed please find our check in the amount of \$70.00. This check includes payment for the following:

Filing fee \$35
Registered Agent's Designation 35

TOTAL \$70.00

Please send the duplicates of the Articles of Incorporation and Registered Agent's Certificate Affordable Legal Clinic, Inc., 426 E. Hwy 434, Winter Springs, Florida 32708.

Your cooperation in this matter is appreciated.

Sincerely,

Thomas A. Binford

Enclosures TAB:rr

### ARTICLES OF INCORPORATION

OF

# LAMAY AUTOMOTIVE, INC.

#### ARTICLE I. NAME.

The name of this Corporation is LAMAY AUTOMOTIVE, INC.

#### ARTICLE II. DURATION.

This Corporation shall have perpetual existence.

#### ARTICLE III. PURPOSE.

This Corporation is organized to transact and carry on any activity or business permitted under the laws of the United States of America and the State of Florida.

#### ARTICLE IV. CAPITAL STOCK.

This Corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock.

#### ARTICLE V. MANAGEMENT.

- A. Pursuant to the provisions of Section 607.111, Florida Statutes, as the same exists upon the adoption of these Articles of Incorporation, the business of this Corporation may be managed by the shareholders of the Corporation, rather than by a Board of Directors.
- B. Should the shareholders of the Corporation so elect, they any by resolution and bylaw establish a Board of Directors to manage the business of this Corporation. In such event, the shareholders shall prescribe the duties, functions and methods of operation of such Board of Directors with particularity and in appropriate bylaws. Initial President and Vice-President of this corporation shall be J. MICHAEL LAMAY and CHERYL H. TAYLOR, respectively..



#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT.

The street address and mailing address of the initial registered agent of this Corporation is 10467 Riva Ridge Trail, Orlando, FL 32817. The principal street address of the Corporation is 10467 Riva Ridge Trail, Orlando, FL 32817. The principal mailing address of the Corporation is 10467 Riva Ridge Trail, Orlando, FL 32817. The name and address of the initial registered agent of this Corporation is J. MICHAEL LAMAY, 10467 Riva Ridge Trail, Orlando, FL 32817.

#### ARTICLE VII. INCORPORATOR.

The name and address of the person signing these Articles of Incorporation is: J. MICHAEL LAMAY, 10467 Riva Ridge Trail, Orlando, FL 32817.

#### ARTICLE VIII. PRE-EMPTIVE RIGHTS.

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price per share at which shares are offered to others.

#### ARTICLE IX. AMENDMENTS.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the shareholders representing a majority of the outstanding shares of the Corporation entitled to vote thereon.

J. MICHAEL LAMA)

## STATE OF FLORIDA

## COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly
authorized to administer oaths and take acknowledgment, J. MICHAEL LAMAY, to me well known
to be the person described in and who executed the foregoing Articles of Incorporation, and
acknowledged before me that he executed the same freely and voluntarily and for the purposes
therein expressed. J. MICHAEL LAMAY presented
150 -473 - 59 - 459 - D as identification.

	WITNESS m	y hand and official	seal at Winter Springs,	County of Seminole,	State of Florida,
this_	2 day of _		, 200 <u>4</u>		ŕ

Notary Public

My Commission DD245943
Expires November 13, 2007

# CERTIFICATE OF REGISTERED AGENT FOR

# LAMAY AUTOMOTIVE, INC.

#### DESIGNATION

I, J. MICHAEL LAMAY, as the Incorporator named in the Articles of Incorporation of LAMAY AUTOMOTIVE, INC., a corporation for profit, hereby designate J. MICHAEL LAMAY as Registered Agent for the service of process within the State of Florida for LAMAY AUTOMOTIVE, INC. The street address of the initial registered agent of this Corporation is 10467 Riva Ridge Trail, Orlando, FL 32817. The principal street address of the Corporation is 10467 Riva Ridge Trail, Orlando, FL 32817. The name and address of the initial registered agent of this Corporation is J. MICHAEL LAMAY, 10467 Riva Ridge Trail, Orlando, FL 32817. This designation is made in conformity with Florida Statutes Sections 48.092 and 607.1501 - .1505.

**ACCEPTANCE** 

I, J. MICHAEL LAMAY, doing business at the street address of 10467 Riva Ridge Trail, Orlando, FL 32817, do hereby consent to my appointment as Registered Agent for the service of process upon LAMAY AUTOMOTIVE, INC., a Florida corporation. I am familiar with and accept the obligation provided for in Florida Statues Section 48.091 and 607.1501 - .1505.