

WILMER W. BASSETT III

1927 E. WASHINGTON ST.

Monticello, FL 32344

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ARTICLES OF INCORPORATION
OF
SOUTHERN TRUCK SALES, INC.

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Pursuant to Chapter 607, Florida Statutes, the undersigned acting as incorporators of SOUTHERN TRUCK SALES, INC. (herein the "Corporation"), adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation is: SOUTHERN TRUCK SALES, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the Corporation shall commence on the date these Articles of Incorporation are filed with the office of the Florida Secretary of State.

ARTICLE III. PRINCIPAL ADDRESS/REGISTERED AGENT

The principal place of business and the initial address of the Association shall be: 1927 East Washington, Street, Monticello, FL 32344. The Registered Agent at that address is Wilmer W. Bassett, III.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is specifically, but without limitation, to engage in all aspects of the business of marketing, selling and financing motor vehicles, motor vehicles parts, clean-up, lube and maintenance services, and furthermore to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 5,000 shares of common stock having a par value of \$0.10 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1927 East Washington St., Monticello, FL 32344, and the name of the corporation's initial registered agent at that address is Wilmer W. Bassett, III.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be changed from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

Wilmer W. Bassett, III

1927 East Washington St.
Monticello, FL 32344

Donna W. Bassett

1927 East Washington St.
Monticello, FL 32344

ARTICLE VII. INCORPORATORS

The names and street addresses of the incorporator is:

Wilmer W. Bassett, III

1927 East Washington St.
Monticello, FL 32344

The incorporator of the corporation assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

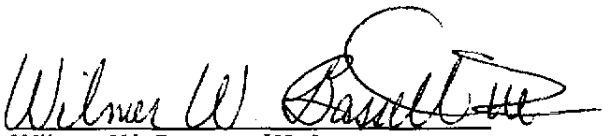
ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws of this Association shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator have executed these Articles of Incorporation this ____ day of November, 2004.


Wilmer W. Bassett, III, Incorporator

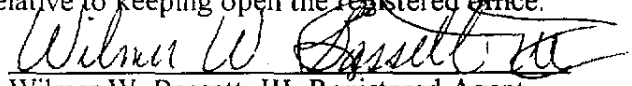
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

That SOUTHERN TRUCK SALES, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1927 EAST WASHINGTON STREET, MONTICELLO, FLORIDA, 32344, State of Florida, has named Wilmer W. Bassett, III, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in the capacity and to comply with the provisions of the Florida General Corporation Act relative to keeping open the registered office.


Wilmer W. Bassett, III, Registered Agent

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