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CLERK OF STATE  
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

Date: February 4, 2005

Department of State  
Division of Corporation  
P.O.Box 6327  
Tallahassee, FL 32314

SUBJECT: **GOOD FAITH AUTO , INC.**

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Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

\$70.00	\$78.75	\$78.75	\$87.50
Filing fee	<input checked="" type="checkbox"/> Filing Fee & Certificate of status	Filing Fee & Certified copy	Filing fee Certified Copy & Certified of Status

**FROM: UCR ASSOCIATES, INC.**

**Name**

**6500 FOREST CITY RD**

**Address**

**ORLANDO , FL 32810**

**City, State & Zip**

**(407) 523-0020**

**Daytime Telephone number**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLE OF INCORPORATION  
OF  
GOOD FAITH AUTO, INC.**

The undersigned being a natural person of legal age do hereby desire to form a corporation under the Laws of the State of Florida and do hereby adopt the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of this corporation is:

**GOOD FAITH AUTO, INC.**

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business of the corporation in the State of Florida shall be: 657  
Smoke Rise Blvd FL. 32779

**ARTICLE III. PURPOSE**

This Auto Service Corporation may engage in any business activities permitted under the laws of the State of Florida, or any other state, county, territory or nation.

To market, sell, exchange, trade, acquire and generally deal in goods and services of this kind.

To engage in any other activity or business permitted under the laws of this State.

**ARTICLE IV. CAPITAL STOCK/ SHARE**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be as follows: Ten Thousand (10,000) shares of common stock having a par value of \$1.00¢ per share. The consideration to be paid for each share shall be as filed by the Board of Directors, and may take the form of services rendered, cash, property, or any other form deemed satisfactory by the Board of Directors.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V. TERM OF EXISTENCE**

The corporation shall exist perpetually unless dissolved according to the law.

**ARTICLE VI. DIRECTORS**

The corporate shall have two directors initially. The number of directors may be increased or diminished from time to time, by by- laws adopted by the stockholders, but shall never be less than one.

**ARTICLE VII. INITIAL OFFICERS AND/ OR DIRECTORS**

The name(s) and street address of the initial board of directors are:

<b>NAME</b>	<b>ADDRESS</b>
George McCambridge (President)	657 Smoke Rise Blvd Longwood FL 32779
Warren Rizzi Jr. (Vice President)	P.O. BOX 953621 Lake Mary, FL 32795

**ARTICLE VIII. DIRECTORS' POWERS**

The Board of Directors shall have the power to fix or change salaries of the Directors as Directors and as Officers, to restrict the transfer to stock by stockholders, to indemnify Directors and Officers against liability for their good faith acts and omissions to permit contracts or other transaction between the corporation and one or more of its Directors individually or business in which one or more of its Directors are interested, and to exercise such other powers of corporation as are not inconsistent with these Articles or with any by-laws that may be adopted by the stockholders.

**ARTICLE IX. INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

George McCambridge  
657 Smoke Rise Blvd  
Longwood, FL 32779

**ARTICLE X. REGISTERED OFFICE AND REGISTERED AGENT**

The name and address of the initial Registered Agent of the Corporation is:

George McCambridge  
657 Smoke Rise Blvd  
Longwood, FL 32779

**ARTICLE XI. INDEMNIFICATION**

Every director, officer, employee, or agent of this corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred or by reason of their being imposed upon him or her in connection with any proceeding to which he or she may be made a party, or in which he/she may become involved by reason of his or her employment, or by reason of his or her being a director, officer, employee, or agent of this corporation, any statement thereof, whether or not he or she is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee or agent is adjusted liable for negligence or misconduct in the performance of his or her duties as such director, officer, employee or agent. The foregoing right indemnification shall be in addition to and not exclusive of all other rights to which each director, officer, employee or agent is entitled.

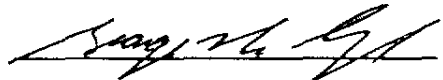
**ARTICLE XI. AMENDMENT**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders are granted and subjected to this reservation.

**ARTICLE XII. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorates share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

IN WITNESS WHEREOF, I, the undersigned Incorporator, have hereunto set my hand and seal, this 4<sup>th</sup> day of Feb, 2005, for the purpose of forming this corporation under the laws of the State of Florida, and do hereby make and file in the office of the Secretary of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.

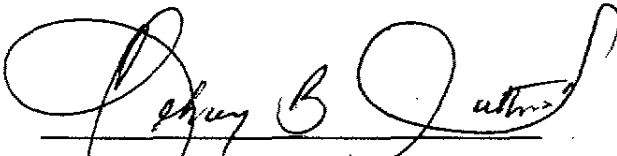
  
George McCambridge

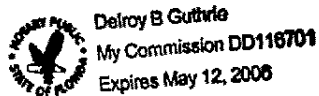
STATE OF FLORIDA

COUNTY OF ORANGE

I hereby certify that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared George McCambridge, to me known to be the person described as subscriber in and who executed the foregoing Article of Incorporation, and acknowledge before that he subscribed to these Articles of Incorporation.

Sworn to and subscribed before me this 4 day of FEBRUARY, 2005

  
NOTARY PUBLIC, State of Florida



My Commission Expires: \_\_\_\_\_

Identification: FL DL M25/316613050

**CERTIFICATE DESIGNATING  
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of Chapter 607 Florida Statutes, the undersigned corporation, organized under the law of the State of Florida, submits the following statement in designating the office/- registered agent, in the State of Florida.

1. The name of the corporation is:  
**Good Faith Auto, Inc.**
2. The name and address of the registered agent and office is:

**NAME****ADDRESS****George McCambridge****657 Smoke Rise Blvd Longwood FL 32765**

Having been named to accept service of process for the above sated 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.



Signature of Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED