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05 FEB 23 PM 2:11  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA

FILED  
05 FEB 23 PM 12:28  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 219958 85786A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 23, 2005

ORDER TIME : 10:34 AM

ORDER NO. : 219958-010

CUSTOMER NO: 85786A

CUSTOMER: Ms. Mary Adams  
Ronald S. Webster, Esq

Royal Palm Mall  
979 North Collier Boulevard  
Marco Island, FL 34145

DOMESTIC FILING

NAME: NAPLES AUTOMOBILE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**NAPLES AUTOMOBILE, INC.**  
**A NEW FLORIDA CORPORATION**

**FILED**  
**05 FEB 23 PM 12:28**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation is: NAPLES AUTOMOBILE, INC., a new Florida Corporation. The mailing and business address of the corporation is: 3071 Sandpiper Bay Circle, #L106, Naples, FL 34112.

**ARTICLE II**

The general nature of the business is buying and selling automobiles.

**ARTICLE III**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal par value of \$1.00 per share. Additional shares may not be issued and all shares must be issued within two years of the date of incorporation. Shares shall consist of one class only.

**ARTICLE IV**

The amount of capital with which the corporation will begin business is not less than Five Hundred Dollars (\$500.00).

**ARTICLE V**

The corporation shall exist perpetually.

**ARTICLE VI**

The street address of the initial registered office of this corporation is Royal Palm Mall, 979 N. Collier Blvd., Marco Island, FL 34145, and the name of its initial Resident Agent is Ronald S. Webster.

**ARTICLE VII**

The business of this corporation shall be managed by the stockholders rather than by a Board of Director.

The stockholders shall be deemed directors and shall be subject to the liabilities of directors . Any action required of directors may be taken by the stockholders pursuant to law. Each stockholder shall have one vote per share of stock.

**ARTICLE VIII**

The initial subscribers, incorporators and officers are:

John Scanlan  
3071 Sandpiper Bay Circle  
#L106  
Naples, FL 34112

President,  
Subscriber and Shareholder

Hans-Peter Niedermeier  
765 North Barfield Drive  
Marco Island, FL 34145

Vice-President  
Subscriber and Shareholder

#### **ARTICLE IX**


The stock of the corporation shall bear a restrictive legend which shall require an offering to the other stockholders before sale to a third person.

#### **ARTICLE X**

These Articles may be amended only by a unanimous consent of the stockholder.

#### **ARTICLE XI**

The stockholder may enact By-Laws, if desired, or may enter into written agreements as to the conduct of certain affairs of the corporation.

A handwritten signature in black ink, appearing to read "John Scanlan", is written over a horizontal line.

JOHN SCANLAN  
President  
Subscriber and Shareholder

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

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In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said act.

First---That NAPLES AUTOMOBILE, INC., a new Florida Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Marco Island, County of Collier, State of Florida, has named RONALD S. WEBSTER, with offices located at Royal Palm Mall, 979 N. Collier Boulevard, Marco Island, County of Collier, State of Florida, 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 accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Ronald S. Webster  
Resident Agent

05 FEB 23 PM 12:28  
NOTARY OF STATE  
TALLAHASSEE, FLORIDA

FILED