

POTD00012686

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

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MAIL

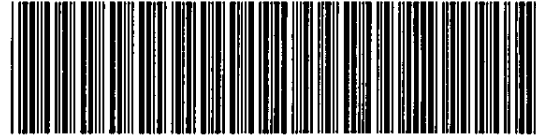
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATION
07 JAN 26 PM 1:10

BUETENS & BUETENS
Attorneys At Law

Eric D. Buetens
Melvin Wm. Buetens, of Counsel

8965 S.E. Bridge Road, Suite 10
Hobe Sound, FL 33455
772-546-6633
Fax 772-546-6664

January 23, 2007

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Dame's Auto Sales Corp.

Dear Sir or Madam:

Please find enclosed check # 5824 in the amount of \$105.00 for the following:

1. Cover letter – Dame's Auto Sales Corp.
2. Certificate of Conversion for the above referenced
3. Articles of Incorporation for the above referenced
4. Stamped, self-addressed envelope

Please process this request and return same to this office. Thank you.

Should you have questions, or require further information, please feel free to contact this office.

Sincerely yours,



Eric D. Buetens
corr/07/dames-corp

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Dame's Auto Sales Corp.
(Name of Resulting Florida Profit Corporation)

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Lisa H. Dames
(Contact Person)

Dame's Auto Sales Corp.
(Firm/Company)

P.O. Box 2391
(Address)

Stuart, FL 34995
(City, State and Zip Code)

For further information concerning this matter, please call:

Lisa H. Dames at (772) 485-1279
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$105.00 Filing Fees \$113.75 Filing Fees and Certificate of Status \$113.75 Filing Fees and Certified Copy \$122.50 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Dame's Auto Sales, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 10/16/06
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

Florida

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation**:

Dame's Auto Sales Corp.

(Enter Name of Florida Profit Corporation)

5. If not effective on the date of filing, enter the effective date: January, 2007.
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 23rd day of January, 2007.

Signature: X Lisa Dames
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: Lisa H. Dames Title: President

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

ARTICLES OF INCORPORATION

OF

Dame's Auto Sales, Corp.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:
Dame's Auto Sales, Corp

The principal place of business of this corporation shall be:
757 S.E. Monterey Road, Stuart, Florida 34994

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000,000 shares of common stock having \$1.00 par value.

ARTICLE IV. ADDRESS

The street address of the principal office of the corporation shall be 757 S.E. Monterey Road, Stuart, Florida 34994. The post office address of the registered agent shall be 757 S.E. Monterey Road, Stuart, Florida 34994 and the name of the initial registered agent of the corporation at that address is LISA H. DAMES.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE 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 at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued there under. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President, Secretary, and Chief Operating Officer are to be:
LISA H. DAMES

Vice-President, Treasurer and Chief financial Officer are to be:
Linda T. Causey

ARTICLE IX. CORPORATION BYLAWS

The Board of Directors is authorized and empowered to make, alter, amend, and rescind the Bylaws of the corporation, but Bylaws made by the Board may be altered or repealed and new Bylaws made by the stockholders.

ARTICLE X. LIABILITY OF DIRECTORS

Pursuant to the general corporation laws of the State of Florida any and all directors of this Corporation shall not be liable to the Corporation, its shareholders, or any third party for breach of duty of care; such potential liability is hereby eliminated.

ARTICLE XII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is: LISA DAMES, 757 S.E. Monterey Road, Stuart, Florida 34994.

IN WITNESS WHEREOF, the undersigned has hereunto set his/her hand and seal this 23 day of January, 2007.

Lisa Dames (SEAL)

STATE OF FLORIDA, COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 23 day of January, 2007 by LISA DAMES who X 1. is personally known to me or ___ 2. has produced a Florida driver license.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, the date first written above.

Eric Buetens
Notary Public, State of Florida
Commission Expiration Date:



ERIC BUETENS
MY COMMISSION # DD 521375
EXPIRES: June 22, 2010
Bonded Thru Budget Notary Services

Having been named as registered agent and to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

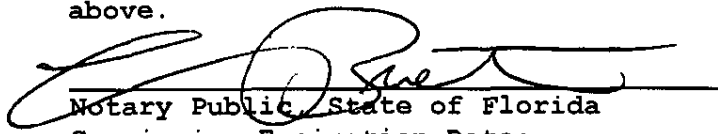
In witness whereof, the registered agent has set his hand and seal in the State of Florida, this 23 day of January, 2007.

Lisa Dames
Registered Agent

STATE OF FLORIDA, COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 23rd day of January, 2007 by who X 1. is personally known to me or 2. has produced a Florida driver license.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, date first written above.



Notary Public, State of Florida

Commission Expiration Date:



ERIC BUETENS
MY COMMISSION # DD 521375
EXPIRES: June 22, 2010
Bonded Thru Budget Notary Services

Prepared by: BUETENS & BUETENS, Attorneys at Law
8965 Bridge Road, Hobe Sound, Florida 33455
Phone: 772-546-6633 corp/Dames-Auto-Sales2