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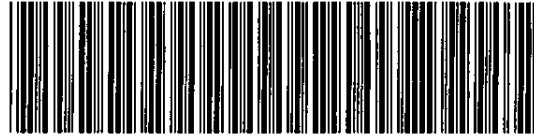
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DA Thomas DEC 24 2007

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CENTRAL FLORIDA GOLF CARS, INC.
(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:

WILLIAM FIERRO
(Contact Person)

ORLANDO GOLF CARS
(Firm/Company)

523 W. 18TH STREET
(Address)

ORLANDO, FL. 32805
(City, State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

WILLIAM FIERRO at (407) 426-5727
(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:

CENTRAL FLORIDA GOLF CARS, LLC LB2-5637
(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 03/08/2002
(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:

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

CENTRAL FLORIDA GOLF CARS, INC.
(Enter Name of Florida Profit Corporation)

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5. If not effective on the date of filing, enter the effective date: _____.
(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 19 day of DECEMBER, 2007.

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

Printed Name: WILLIAM FIERRO Title: PRESIDENT

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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
CENTRAL FLORIDA GOLF CARS, INC.

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

ARTICLE 1

Name

The name of the corporation shall be CENTRAL FLORIDA GOLF CARS, INC.

ARTICLE 2

Existence

This corporation shall have perpetual existence.

ARTICLE 3

Nature of Business

The general nature of the business to be transacted by this corporation shall be the powers inherent mentioned in Section 607.011 of the Florida Statutes, and in addition thereto, it shall have the following powers:

- (a) – To engage in any activity or business permitted under the laws of the United States and of this state, including but not limited to the sale, rental and service of Golf Cars.
- (b) – To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage or otherwise dispose of and deal in land, leaseholds, and any interest, estate and rights in real property, and any personal or mixed property, and any dealerships, franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed.
- (c) – To purchase, hold, sell and re-issue the shares of it's own capital stock.
- (d) – To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise to dispose of, and to invest in, deal in and with, goods wares, merchandise, real and

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personal property, and services of every class, kind and description, now or hereafter permitted by law.

- (e) – To conduct business in, have one or more offices in and to buy, hold, mortgage, sell, convey, lease or otherwise to dispose of real and personal property, including dealerships, franchises, patents, copyrights trademarks and licenses in the State of Florida and in all other States and Countries.
- (f) – To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes or other evidences of indebtedness, and to execute such mortgages, transfer of corporate indebtedness as required.
- (g) – To buy, lease or otherwise acquire, so far as may be permitted by law, as a whole or any part of, the business or goodwill assets of any firm, person, association or corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida, or any other State or Government, and while owner of such stock, to exercise all rights, powers and privileges of ownership, including the right to vote such stock.
- (h) – To exercise all the powers now granted to this type of corporation under Florida Law and all powers subsequently authorized or granted by law to private corporations, and in general to carry on any lawful business necessary or incidental to the attainment of the objectives enumerated in these Articles of Incorporation, or any amendments thereof, or necessary or incidental to the protection of benefit of this corporation.
- (i) – The forgoing clauses shall be constructed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation, and this corporation shall have the right to engage and carry on any business not specifically prohibited to corporations of this class and character by the laws of the State of Florida.
- (j) – To operate under the existing Operating Agreement of Central Florida Golf Cars, LLC dated October 1, 2003.

ARTICLE 4

Capital Stock

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock, having a par value of \$ 10.00 per share. Each share of stock shall be entitled to one vote non-cumulative, and shall be subject to such restrictions of transfer included in the Operating Agreement mentioned in the previous Article 3.

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TALLAHASSEE, FLORIDA

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ARTICLE 5

Initial Capital

The amount of capital with which this corporation shall begin business shall not be less than five hundred dollars (\$500.00).

ARTICLE 6

Location of Business Office, Registered Office and Registered Agent

The business office of this corporation shall be located at 523 W. 18th Street, Orlando Fl. 32805 and its mailing address shall be the same. The Registered office of this corporation shall be located at 312 S. Woodland Blvd., Deland, Fl. 32720. The Registered Agent of this corporation shall be Karen Fierro.

ARTICLE 7

Directors

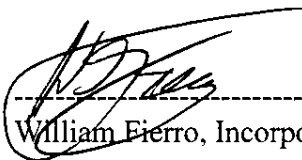
This corporation shall have two (2) directors initially, and there shall never be more than five (5). The following is the name and address of the initial directors, William Fierro (President) and Ricardo Gooch (Vice President), at 523 W. 18th Street, Orlando, Fl. 32805.

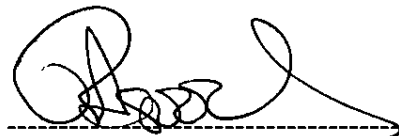
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Article 8

Amendments to Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting as noted in the Operating Agreement, unless all of the directors and all of the stockholders, by written statement, manifest their intentions that a certain amendment of these Articles of Incorporation be made


William Fierro, Incorporator


Ricardo Gooch, Incorporator

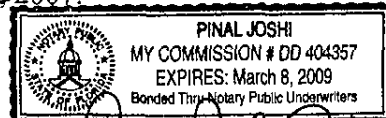
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal
this day of December, 2007.

STATE OF FLORIDA

COUNTY OF ORANGE

Personally appeared before me, William Fierro and Ricardo Gooch, to me well known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he signed, sealed and acknowledged the same at the time, place and in the manner and for the uses and purposes as therein set forth and contained.

WITNESS my hand and official seal this 19th day of Dec, 2007.



ACCEPTANCE OF DESSIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above corporation at the place designed in this statement hereby accept the appointed 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.

Signature / Registered Agent

12/18/07

Date

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 18th day of December, 2007.

STATE OF FLORIDA
COUNTY OF VOLUSIA

Personally appeared before me, Karen Fierro, to me well known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he signed, sealed and acknowledged the same at the time, place and in the manner and for the uses and purposes as therein set forth and contained.

WITNESS my hand and official seal this 18th day of Dec., 2007.

Sandra L. Becker
SANDRA L. BECKER
NOTARY PUBLIC - STATE OF FLORIDA
Sandra L. Becker
Commission #DD651521
Expires: MAR. 15, 2011
BONDED THRU ATLANTIC BONDING CO., INC.