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FLORIDA PROFIT/NON PROFIT CORPORATION

Bartow GMC-Pontiac-Buick, Inc.

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ARTICLES OF INCORPORATION

OF

Bartow GMC-Pontiac-Buick, Inc.

The undersigned incorporator 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 this corporation is: Bartow GMC-Pontiac-Buick, Inc.

ARTICLE II. CAPITAL STOCK

This corporation shall have one class of stock with unlimited voting rights and the right to receive the net assets of the corporation upon dissolution. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock with a par value of \$1.00. The consideration to be paid for each share shall be as fixed by the Board of Directors.

THIS INSTRUMENT PREPARED BY; Robert O. Sammons Floyd, Sammons & Spanjers, P.A. 1556 Sixth Street, S.E. Winter Haven, FL 33880 Florida Bar Number 282952 (863) 293-3801

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ARTICLE III. TERM OF EXISTENCE

The corporation is to exist perpetually, beginning with the signing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE IV. INITIAL PRINCIPAL OFFICE AND

The street address of the initial principal office of the corporation in the State of Florida is 255 West Van Fleet Drive, Bartow FL 33880. The Board of Directors may from time to time move the principal office to any other address.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 1556 Sixth Street S.E., Winter Haven, Florida 33880, and the name of the corporation's initial registered agent at that address is Robert O. Sammons. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI. DIRECTOR AND OFFICER

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time, as provided in the bylaws. The name and street address of each member of the first Board of Directors

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is:

Name

Address

Ronald K. Hite

255 West Van Fleet Drive, Bartow, FL 33830

Members of the first Board of Directors shall serve until their successors are elected or appointed and have qualified.

The initial officers of the corporation shall be

Ronald K. Hite

255 West Van Fleet Drive, Bartow FL 33830

president and secretary

Robert O. Sammons

1556 6th Street SE, Winter Haven FL 33880

vice president

The appointment of Robert O. Sammons is temporary and his term of office shall end at noon on October 31, 2008.

ARTICLE VII. INCORPORATOR

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

Name

Address

Robert O. Sammons

1556 6th Street SE, Winter Haven FL 33880

Executed this 30 day of October, 2008.

Robert O. Sammons, Incorporator

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That Bartow GMC-Pontiac Buick, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 255 West Van Fleet Drive, has named, Robert O. Sammons, located at 1556 Sixth Street S.E., Winter Haven, Florida 33880, Polk County, Florida, as its agent to accept service of process within this state.

Robert O. Sammons, Incorporator

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 provision of said act relative to keeping open said office. I am familiar with, and accept, the obligations of that position.

Robert O. Sammons Registered Agent

THIS INSTRUMENT PREPARED BY: Robert O. Sammons Floyd, Sammons & Spanjers, P.A. 1556 Sixth Street, S.E. Winter Haven, FL 33880 Florida Bar Number 282952 (863) 293-3801

