

**Electronic Articles of Incorporation
For**

P14000014213
FILED
February 13, 2014
Sec. Of State
msolomon

M & S AUTOMOTIVE GROUP, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

M & S AUTOMOTIVE GROUP, INC.

Article II

The principal place of business address:

2074 WEST INDIANTOWN ROAD
SUITE 100
JUPITER, FL. 33458

The mailing address of the corporation is:

2074 WEST INDIANTOWN ROAD
SUITE 100
JUPITER, FL. 33458

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS, INCLUDING, BUT NOT LIMITED TO
THE OWNERSHIP AND/OR OPERATION OF AUTOMOBILE DEALERSHIPS
AND ANY AND ALL ACTIVITY ASSOCIATED THEREWITH.

Article IV

The number of shares the corporation is authorized to issue is:

2000

Article V

The name and Florida street address of the registered agent is:

MICHAEL H STAUDER
2074 WEST INDIANTOWN ROAD
SUITE 100
JUPITER, FL. 33458

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: MICHAEL H. STAUDER

Article VI

The name and address of the incorporator is:

MICHAEL H. STAUDER
2074 WEST INDIANTOWN ROAD
SUITE 100
JUPITER, FL 33458

Electronic Signature of Incorporator: MICHAEL H. STAUDER

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P, S
MICHAEL H STAUDER
2074 WEST INDIANTOWN ROAD, SUITE 100
JUPITER, FL. 33458

Title: P, S
MICHAEL H STAUDER
2074 WEST INDIANTOWN ROAD, SUITE 100
JUPITER, FL. 33458

Article VIII

The effective date for this corporation shall be:

02/13/2014