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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Val-USA Autos, Inc.**

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**ARTICLES OF INCORPORATION**  
**OF**  
**VAL-USA AUTOS, INC.**

The undersigned incorporator, for the purpose of forming a corporation in the state of Florida hereby adopts the following Articles of Incorporation.

**Article I**  
**Name and Duration**

The name of this corporation is Val-USA Autos, Inc. ("Corporation"). The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

**Article II**  
**Principal Office**

The address of the principal office and mailing address of the Corporation in the State of Florida is 1550 Cassat Avenue, Jacksonville, Florida 32210.

**Article III**  
**Capital Stock**

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having no par value.

**Article IV**  
**Registered Office and Agent**

The street address of the registered office of this Corporation is 1550 Cassat Avenue, Jacksonville, Florida 32210 and the name of the registered agent of this Corporation at that address is Lee A. Nimnicht.

**Article V**  
**Directors**

1. This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The manner of selection of directors shall be as provided in the Bylaws.

2. The names and street addresses of the members of the Board of Directors of this Corporation are:

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NameAddress

Lee A. Nimnicht

1550 Cassat Avenue  
Jacksonville, Florida 32210

Billie N. Nimnicht, III

1550 Cassat Avenue  
Jacksonville, Florida 32210

3. If any vacancy occurs in the Board of Directors during a term, the remaining Directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of Shareholders.

**Article VI**  
**Officers**

The Officers of the Company are as follows:

President:

Billie N. Nimnicht, III

Vice President, Secretary &amp; Treasurer:

Lee A. Nimnicht

**Article VII**  
**Bylaws**

The power to adopt, amend or repeal Bylaws for the management of this Corporation shall be vested in the Board of Directors or the Shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the Shareholders if the Shareholders specifically provide that such bylaw is not subject to the amendment or repeal by the Board of Directors.


**Article VIII**  
**Incorporator**

The name and street address of the incorporator of this Corporation is Lee A. Nimnicht, 1550 Cassat Avenue, Jacksonville, Florida 32210.

**Article IX**  
**Amendment**

This Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the \_\_\_\_\_ day of September, 2017.

  
Lee A. Nimnicht, Incorporator

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501, 607.0505 and 621.13, Florida Statutes, the following is submitted:

Val-USA Autos, Inc. desiring to organize or qualify under the laws of the State of Florida hereby designates Lee A. Nimmicht, as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 1550 Cassat Avenue, Jacksonville, Florida 32210.

September 27, 2017



Lee A. Nimmicht, Vice President

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

September 27, 2017



Lee A. Nimmicht, Registered Agent