AMOUNT BUS OF F COR ANNU	ICE: CORPORATI II OR BEFORE \$/A/A PROFIT IPORATION IAL REPORT 1995	ION WILL BE DISSO 6: \$225 (IF DISSOLVED,	LYED ON OR AFTE MINIMUM AMOUNT D FLORID# DEPARTI Sandra B. Secretary DIVISION OF CO	MENT OF STATE  Mortham  of State	APPROVED AND FILED 95 JUL -7 AM S	The second secon
DOCUMENT # <b>P9400009348 (1)</b> 1. Corporation Name  DER-MICK AUTO SALES, INC.  DER-MICK ENTERPRISES:					SECRETARY OF STATE TALLAHASSEE, FLORIDA	
Principal Place of Business 800 GASIN DR. KISSIMMEE FL 34744		Mai <b>800</b>	Mailing Address 800 BASIN DR. KISSIMMEE FL 34744		DO NOT WRITE IN THIS SPACE.  3. Date incorporated or Qualified 3a, Date of Last Report	
2. Principal Piz 21 / 6 0 Suite, Apt. 6 22 City & State 23 K 1 S 24 3 4 7	5/MME 5/MME	(INE ST. 26) 27 E FL 20 USA 29	Mailing Address P.D. BOX Suite, Apt. #, etc.  IN & State LSSIMM 234742	Country	O1/24/1994     FEI Number     59 - 3220096     Certificate of Status Desired     Election Campaign Financing     Trust Fund Contribution     This composition has liability for inflored Statutes     X Yes     Name and Address of New R	□ No
9. Name and Address of Current Registered Agent  GUTOSKI, MICHAEL  800 BASIN DRIVE  KISSIMMEE FL 34741  82 Street Address (P.O. Box Number is Not Acceptable)  83   64 City  FL 85 Zip C  11. Pursuant to the provisions of Sections 607,0502 and 607,1508. Florida Statutes, the above-named corporation submits this statement for the purpose of changing its region or registered agent, or both, in the State of Florida. Such change was altitudes.						FL 65 Zip Code
SIGNATURE	PSTD GUTOSKI, DERE 800 BASH DR.	ore of registered agove and the fire of the OFFICERS AND DIRECT	Peralife (PACTIL I	ingstred Agen synthe resend 13. 1 1 TITLE 12 NAME 13 STREET ADDRESS	Main remaining ADDITIONS/CHANGES TO OFFI	GATE  CERS AND DIRECTORS IN 12  Change Addition Solution Change Addition Change Addition Change Chan
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cortily that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as it made under eath; that I am an officer or director of the corporation or the receiver or trusted empowered to execute this report as required by Chinpter 607. Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.  SIGNATURE:  SI						

794-93480

# Statement of Change of Registered Office and Registered Agent

To the Secretary of State of the State of Florida.

Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the undersigned corporation, organized under the laws of the State of FLORIDA, submits the following statement for the purpose of changing its registered office and registered agent, in the State of Florida.

FIRST: The name of the Corporation is DER-MICK ENTERPRISES, INC.

SECOND: The address of its present registered agent is 241 E. Ruby Ave, Suite B, Kissimmee, Florida 34741.

THIRD: The address to which its registered agent is to be changed is 800 Basin Drive, Kissimmee, Florida 34741.

FOURTH: The name of its present registered agent is JOHN E. MCINTEE.

FIFTH: The name of its successor registered agent is MICHAEL GUTOSKI.

SIXTH: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of directors.

Dated April <u>77</u>, 1995.

DER-MICK ENTERPRISES, INC.

DEREK GUTOSKI, President

per the power of attorney dated: 2-14-94

Date: 4/27/55

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF THE DUTIES AND OBLIGATIONS OF SECTION 607,325 FLORIDA STATUTES.

MICHAEL GUYOSKI

Registered Agent Date: 4/22/95

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# RESOLUTIONS ADOPTED BY UNANIMOUS WRITTEN CONSENT OF SOLE STOCKHOLDER AND DIRECTOR

I, the undersigned, being the sole director and stockholder of DER-MICK AUTO SALES, INC., does hereby take the following actions and adopt the following resolutions:

WHEREAS, it is in the best interest of the Corporation to change the corporate name, registered office, and registered agent of the Corporation.

#### RESOLVED as follows:

- 1. That the corporate name be changed from DER-MICK AUTO SALES, INC. to DER-MICK ENTERPRISES, INC.
- 2. That the registered office of the corporation be hereby changed from 241 E. Ruby St., Kissimmee, Florida 34741 to 800 Basin Dr., Kissimmee, FL 34744.
- 3. That the resignation of JOHN MCINTEE as registered agent is hereby accepted, and that the new registered agent be MICHAEL GUTOSKI.
- 4. That the President and Secretary be and are hereby authorized to execute Articles of Amendment amending the Articles of Incorporation consistent with the aforementioned resolutions.
- 5. That the proper officers are hereby authorized and directed to secure new stock certificates for the corporation evidencing the change in corporate name.
- 6. That the proper officers of this corporation are hereby authorized to pay all fees and expenses, and to take all acts that may be necessary in order to effectuate the foregoing amendments.

DATED this 27 day of April, 1995.

Derek Gutoski

being all the directors and

shareholders of said Corporation.

as per the power of attorney dated: 2-14-94

P94-9348 P

### Certificate by Corporate Secretary

I hereby certify that the above and foregoing is a true and correct copy of a resolution duly and regularly passed by the Sole Director and Stockholder of DER-MIK AUTO SALES, INC., and I further certify that said resolutions are still in full force and effect and have not been revoked.

Dated April 27, 1995.

Secretary Deule

As per the power of attorney dated: 2-14-15

794-9348B

### ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

#### DER-MICK AUTO SALES, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, and in compliance with the resolutions of the Board of Directors of April \_\_\_\_, 1995, this corporation adopts the following articles of amendment to its articles of incorporation:

1. Article I of the Articles of Incorporation is hereby amended to read:

### ARTICLE I NAME

The name and address of the Corporation is:

DER-MICK ENTERPRISES, INC. 1600 E. VINE ST. KISSIMMEE, FL 34741

2. Article V of the Articles of Incorporation is hereby amended to read:

## ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 800 Basin Drive, Kissimmee, Florida 34744, and the name of its initial Registered Agent at that address is MICHAEL GUTOSKI.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this \_\_\_\_\_\_ day of April, 1995.

Derek Gutoski

President and Secretary

per the power of attorney dated: 2-14-75

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STATE OF FLORIDA ) COUNTY OF OSCEOLA )

I HEREBY CERTIFY that on this day, before me, the undersigned officer, duly authorized to take acknowledgements and administer oaths, this day, personally appeared MICHAEL GUTOSKI to me known to be the person described in and who executed the foregoing Articles of Amendment and who acknowledged before me that he executed same for the purposes therein stated, that I relied upon the following form of identification of the abovenamed person: Valid Florida Driver's License, and that an oath was taken.

WITNESS my hand and official seal in the County and State last aforesaid this \_\_\_\_\_\_ day of April, 1995.

NOTARY PUBLIC

Susan Gabriel
PRINTED NAME

My Commission Expires:

OFFICIAL SEAL SUSAN GABRIEL MY COMMISSION EXPIRES JULY OS. 1995

Commission No. CC122613