

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

ADDRESS

PHONE ()

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Premier Motors of Ocala, Inc.

DISBURSED

Capital Express
Art. of Amend. File
Corp. Record Search
Ltd. Partnership File
Foreign Corp. File
() Cert. Copy

EFFECTIVE DATE

Dec. 30, 1994

Art. of Amend. File
Dissolution/Withdrawal
C U S
Fictitious Name File

Name Reservation -01703795-01110-008
Annual Report/Reinstatement ****367.50 ****122.50
Reg. Agent Service
Document Filing

Corporate Kit
Vehicle Search
Driving Record
Document Retrieval

UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
File No.'s, _____ Copies
Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prep.
FAX () pgs.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JAN-3 PM 4:01

FILED

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY SW _____

WALK-IN Will Pick Up 1-3

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF
PREMIER MOTORS OF OCALA, INC.

FILED
95 JAN -3 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is Premier Motors of Ocala, Inc.

ARTICLE II

PRINCIPAL OFFICE

EFFECTIVE DATE

Dec. 30, 1994

The principal office of this corporation is 2202 North Main Street, Gainesville, FL 32609.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of common stock with a par value of one dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Stock." The Common Shares shall be and hereby are divided into two classes, one thousand (1,000) shares thereof being known as "voting stock" and six thousand five hundred (6,500) shares thereof being known as "non-voting stock." The non-voting stock shall be distinguished from the voting stock only in that the non-voting stock shall have no voting privileges or power. In all other instances, the non-voting stock shall have full rights, privileges, and power of the voting stock. Without action by the stockholders, any or all of the authorized stock may be issued by the corporation from time to time for such

consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on December 30, 1994.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and primary office of this corporation in the State of Florida is 2202 North Main Street, Gainesville, FL 32609. The name of the initial registered agent of this corporation at that address is James Indianos. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME

James Indianos

ADDRESS

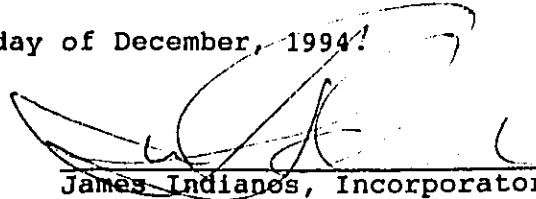
2202 North Main Street
Gainesville, FL 32609

ARTICLE VII

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 30th day of December, 1994!

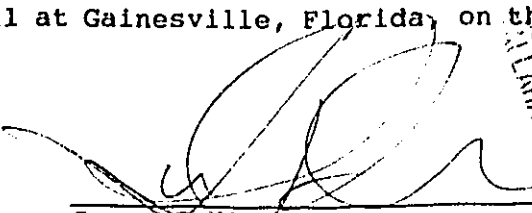
 (SEAL)
James Indianos, Incorporator

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF**

PREMIER MOTORS OF OCALA, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon PREMIER MOTORS OF OCALA, INC., a corporation organized under the laws of the State of Florida, does hereby state that he is familiar with the obligations of the position of Registered Agent and that he does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 2202 North Main Street, Gainesville, Florida 32609.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Gainesville, Florida, on this 30th day of December, 1994.


James Indianos
Registered Agent

FILED
JAN-3 PM 4:01
SECRETARY OF STATE
TALLAHASSEE-FLORIDA

/u/nwm/corp/arts.ocala

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

CORPORATION
ANNUAL REPORT
1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Northington
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
AND
FILED

95 APR 18 PM 5:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P95030000320 (8)

1. Corporation Name

PREMIER MOTORS OF OCALA, INC.

Principal Place of Business

2202 N MAIN ST
GAINESVILLE FL 32609

Mailing Address

2202 N MAIN ST
GAINESVILLE FL 32609

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

3a. Date of Last Report

12/30/1994

4. FEI Number

59-2999631

Applied For
Not Applicable

5. Certificate of Status Desired

☐ \$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

☐ \$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under S. 109.032,
Florida Statutes

☐ Yes ☐ No

2. Principal Place of Business

2a. Mailing Address

Suite, Apt #, etc

Suite, Apt #, etc

City & State

City & State

Zip

Country

Zip

Country

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

INDIANOS, JAMES
2202 N MAIN ST
GAINESVILLE FL 32609

81. Name

82. Street Address (P.O. Box Number is Not Acceptable)

83.

84. City

FL

85. Zip Code

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 registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am a familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature of agent or principal officer of corporation, and if not, of agent

NOTE: Registered Agent signature required when removing

DATE

12. OFFICERS AND DIRECTORS

TITLE

NAME

STREET ADDRESS

CITY, ST, ZIP

President
Jim Indianos
6218 SW 37th Way
Gainesville, FL 32607

TITLE

NAME

STREET ADDRESS

CITY, ST, ZIP

TITLE

NAME

STREET ADDRESS

CITY, ST, ZIP

TITLE

NAME

STREET ADDRESS

CITY, ST, ZIP

TITLE

NAME

STREET ADDRESS

CITY, ST, ZIP

TITLE

NAME

STREET ADDRESS

CITY, ST, ZIP

13. ADDITIONS CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY, ST, ZIP

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY, ST, ZIP

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY, ST, ZIP

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY, ST, ZIP

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY, ST, ZIP

6.1 TITLE

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY, ST, ZIP

SIGNATURE: X

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

DATE

EXPIRATION DATE

P95000000320

Martin, Ade, Buchheit, Michter
Requestor's Name

1 Independent Dr. Ste. 3000
Address

Jacksonville, FLA. 32202 (904) 354-2050
City/State/Zip Phone #

500002020935--4
-12/05/96--01056--003
****367.50 ****122.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Premier Motors Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

FILED
 96 NOV 19 PM 4:16
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
 96 NOV 19 PM 2:56
 DIVISION OF CORPORATION

Merger
11-20-96
DR

P95000000320

**ARTICLES OF MERGER
Merger Sheet**

MERGING:

2ND WIND OF LAKE CITY, INC., a Florida corporation, P35000086735

INTO

PREMIER MOTORS OF OCALA, INC., a Florida corporation, P95000000320

File date: November 19, 1996

Corporate Specialist: Darlene Connell

ARTICLES AND PLAN OF MERGER
OF 2ND WIND OF LAKE CITY, INC., WITH AND INTO
PREMIER MOTORS OF OCALA, INC.

FILED
96 NOV 19 PM 4:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2nd Wind of Lake City, Inc., a Florida corporation, and Premier Motors of Ocala, Inc., a Florida corporation (hereinafter sometimes referred to collectively as the "Constituent Corporations"), enter into and hereby adopt the following Articles and Plan of Merger for the purpose of merging 2nd Wind of Lake City, Inc., with and into Premier Motors of Ocala, Inc.

ARTICLE I.

CONSTITUENT CORPORATIONS

The name and state of incorporation of each of the Constituent Corporations are as follows:

- (a) 2nd Wind of Lake City, Inc., a Florida corporation; and
- (b) Premier Motors of Ocala, Inc., a Florida corporation.

ARTICLE II.

APPROVAL OF PLAN OF MERGER

The Plan of Merger was duly adopted and approved by the Board of Directors and Shareholders of the Constituent Corporations as follows:

- (a) By unanimous Written Consent of the Board of Directors and Shareholders of 2nd Wind of Lake City, Inc., dated November 18, 1996; and
- (b) By unanimous Written Consent of the Board of Directors and Shareholders of Premier Motors of Ocala, Inc., dated November 18, 1996.

ARTICLE III.

PLAN OF MERGER

3.1 At and as of the Effective Date (as defined in Section 3.8, below), 2nd Wind of Lake City, Inc., a Florida corporation, shall merge with and into Premier Motors of Ocala, Inc., a Florida corporation, (the "Surviving Corporation"), whose name shall continue to be Premier Motors of Ocala, Inc.

3.2 The Articles of Incorporation of the Surviving Corporation, on the Effective Date of the merger, shall continue in full force and effect and remain as the Articles of Incorporation of the Surviving Corporation following the merger.

3.3 The Bylaws of the Surviving Corporation shall continue in full force and effect and remain as the Bylaws of the Surviving Corporation following the merger.

3.4 The members of the board of directors and officers of the Surviving Corporation shall continue to be the members of the board of directors and the officers of the Surviving Corporation following the merger, all of whom shall hold their respective positions until the election and qualification of their successors or until their earlier removal, resignation or death.

3.5 The manner and basis of converting the shares of the Constituent Corporations are as follows:

- a) Prior to the Effective Date, all the issued and outstanding stock of the Constituent Corporations was owned by a single individual. On the Effective Date, such individual will own all of the issued and

outstanding stock of the Surviving Corporation, and each issued and outstanding share of stock in 2nd Wind of Lake City, Inc. shall be canceled.

b) At and as of the Effective Date, each authorized but unissued share of common stock of 2nd Wind of Lake City, Inc., if any, shall be canceled by virtue of the merger and no merger consideration shall be issued with respect thereto.

3.6 At and as of the Effective Date, the separate existence of 2nd Wind of Lake City, Inc., shall cease, and all of the properties, assets, rights, privileges, contracts and franchises of the corporation, whether public or private and of whatsoever nature and description, shall be transferred to, vest in and devolve upon the Surviving Corporation without further act or deed.

3.7 At and as of the Effective Date, the Surviving Corporation shall assume and shall be responsible for all of the liabilities and obligations of 2nd Wind of Lake City, Inc.

3.8 The merger of 2nd Wind of Lake City, Inc., with and into Premier Motors of Ocala, Inc., shall be effective upon occurrence of the last event required to make the filing of these Articles and Plan of Merger of full legal force and effect in the state of Florida (the "Effective Date").

IN WITNESS WHEREOF, the undersigned officers of 2nd Wind of Lake City, Inc., and Premier Motors of Ocala, Inc., respectively, have executed these Articles and Plan of Merger pursuant to the

authority duly vested in them by the Board of Directors and Shareholders, respectively, of each corporation.

PREMIER MOTORS OF OCALA, INC.,
a Florida corporation

By: 
James L. Indianos, President

2ND WIND OF LAKE CITY, INC., a
Florida corporation

By: 
James L. Indianos, President

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