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January 18, 1995

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

300001386143  
-01/20/95--01115--013  
\*\*\*122.50 \*\*\*122.50

RE: J.D.L. AUTO, INC.

Dear Sir or Madam:

Enclosed herewith please find the original Articles of Incorporation together with a copy. Would you kindly file said Articles and return them to this office. Also enclosed is a check in the sum of \$122.50 representing the filing fees in this regard.

Should you have any questions relative to this matter, please do not hesitate to contact me.

Sincerely,

*Ronald S. Webster/maa*

Ronald S. Webster

RSW/maa  
enclosure

H. SIMS JAN 24 1995

FILED  
95 JAN 20 AM 8 41  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
J.D.L. AUTO, INC.  
A NEW FLORIDA CORPORATION

FILED  
JUN 20 1984  
CLERK OF THE COURT  
JULY 10 1984

The undersigned subscribers to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is: J.D.L. AUTO, INC., a new Florida corporation. The mailing address of the corporation is 4455 St. Marten West, Chomeday, Lavel, Quebec Canada H7T 1C6 and the business address of the corporation is: 2300 Davis Boulevard, Naples, Florida 33940.

ARTICLE II

The general nature of the business to be transacted is all lawful business, including the authority:

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; that it is not to conduct a banking, safe deposit, trust insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE III

The maximum number of shares of stock that this corporation

is authorized to have outstanding at any one time is 500 shares of common stock having a nominal par value of \$1.00 per share. Additional shares may not be issued and all shares must be issued within two years of the date of incorporation. Shares shall consist of one class only.

#### ARTICLE IV

The amount of capital with which the corporation will begin business is not less than Five Hundred Dollars (\$500.00).

#### ARTICLE V

The corporation shall exist perpetually.

#### ARTICLE VI

The street address of the initial registered office of this corporation is 985 North Collier Boulevard, Marco Island, Florida 33937 and the name of its initial Resident Agent is Ronald S. Webster.

#### ARTICLE VII

The business of this corporation shall be managed by the stockholder rather than by a Board of Directors.

The stockholders shall be deemed directors and shall be subject to the liabilities of directors. Any action required of directors may be taken by the stockholders pursuant to law. Each stockholder shall have one vote per share of stock.

#### ARTICLE VIII

The initial subscribers, incorporators and officers are:

LEON BLAIWEISS  
4455 St. Marten West  
Chomeday, Laval Quebec  
H7T 1C6

President, Secretary  
Treasurer, Subscriber  
and Shareholder

ARTICLE IX

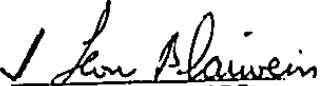
The stock of the corporation shall bear a restrictive legend which shall require an offering to the other stockholder before sale to a third person.

ARTICLE X

These Articles may be amended only by unanimous consent of the stockholder.

ARTICLE XI

The stockholder may enact By-Laws, if desired, or may enter into written agreements as to the conduct of certain affairs of the corporation.

  
LEON BLAIWEISS  
President, Subscriber  
and Shareholder

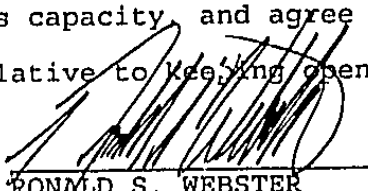
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48,901, Florida Statutes, the  
following is submitted, in compliance with said act.

First---That J.D.L. AUTO, INC., a new Florida  
corporation, desiring to organize under the laws of the State of  
Florida with its principal office, as indicated in the Articles  
of Incorporation at Marco Island, County of Collier, State of  
Florida, has named Ronald S. Webster with offices located at 985  
North Collier Boulevard, Marco Island, FL 33937 County of  
Collier, State of Florida, as its agent to accept service of  
process within this State.

**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 provisions of said Act relative to keeping open said office.

  
RONALD S. WEBSTER  
Resident Agent

FILED  
JUL 20 11 34 AM '85