

P95000007645

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

800001393099
-01/30/95--01063--010
***131.25 ***131.25

SUBJECT: FLORIDA MOTOR GALLERY Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

WAYNE C. GOLDING

Name (printed or typed)

7714 COLEBROOK DR.

Address

ORLANDO, FLORIDA 32818

City, State & Zip

407 299-7257 OR 297-6594

Daytime Telephone number

FILED
95 JAN 30 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Will
Wait

Dmc
1/30/95

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

FILED

95 JAN 30 PM 12:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

FLORIDA MOTOR GALLERY INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2682 OVERLAND ROAD. #7
APOKA. FLORIDA.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES .
(ONE THOUSAND SHARES.)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

WAYNE C. GOLDING SNR.
7714 COLEBROOK DR.
ORLANDO, FLORIDA.
32818

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

LOIS. A. GOLDING - 7714 COLEBROOK DR, ORLANDO, FL 32818
MINGY E. GAYLE - 7714 COLEBROOK DR, ORLANDO, FL 32818

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

20th day of JANUARY, 19 95.

Lois A. Golding
Signature

Mindy E. Gayle
Signature

Signature

**Articles of Incorporation
Filing Fee - \$35**

ADDENDUM TO ARTICLE V INCORPORATOR (S)

PAGE 1

FLORIDA MOTOR GALLERY INC.
2682 OVERLAND RD #7
APOPKA, FLORIDA 32703

1. DIRECTORS

LOIS A. GOLDING
MINETT E. GAYLE

7714 COLEBROOK DR.
ORLANDO, FLORIDA 32818

OFFICERS

2. PRESIDENT

LOIS A. GOLDING

7714 COLEBROOK DR.
ORLANDO, FLORIDA 32818

3. VICE PRESIDENT

MINETT E. GAYLE

7714 COLEBROOK DR.
ORLANDO, FLORIDA 32818

4. SECRETARY

MINETT E. GAYLE

7714 COLEBROOK DR.
ORLANDO, FLORIDA 32818

5. TREASURER

LOIS A. GOLDING

7714 COLEBROOK DR.
ORLANDO, FLORIDA 32818

6. SHAREHOLDERS

NAME	ADDRESS	# SHARES	\$/SHARE
MINETT E. GAYLE	7714 COLEBROOK DR. ORLANDO, FLORIDA 32818	400	\$1.00
LOIS A. GOLDING	7714 COLEBROOK DR. ORLANDO, FLORIDA 32818	600	\$1.00

ADDENDUM TO ARTICLE V INCORPORATOR (S)

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FLORIDA MOTOR GALLERY INC
2682 OVERLAND RD #7
APOPKA, FLORIDA 32703.

STOCK RESTRICTIONS.

THERE SHALL BE A RIGHT OF FIRST REFUSAL IN PLACE FOR ALL STOCK HOLDERS. STOCK OFFERED FOR SALE SHALL BE OFFERED TO CURRENT SHARE HOLDER ON A BID BASIS ON AT 100 % ATTENDANCE AND PARTICIPATION SHARE HOLDER MEETING EITHER IN PERSON OR BY TELEPHONE.

IN THE EVENT STOCK IS GIVEN AS A GIFT ,ASSIGNED OR PLEDGED BY CURRENT SHAREHOLDER NOTIFICATION SHOULD BE GIVEN TO THE TREASURER WITHIN 5 BUSINESS DAYS. THIS NOTIFICATION SHOULD INCLUDE NAME, ADDRESS AND SOCIAL SECURITY NUMBER OF RECIPIENT.A CURRENT SHARE HOLDERS LIST WILL BE KEPT AT ALL TIMES.

DIVIDENDS :

DIVIDENDS MAY BE PAID QUARTERLY OR ON A ANNUAL BASIS.

FISCAL YEAR :

THE FISCAL YEAR FOR FLORIDA MOTOR GALLERY INC. SHALL BE JANUARY 1ST THROUGH DECEMBER 31ST.

MEETING :

THERE SHALL BE A MINIMUM OF ONE (1) SHARE HOLDERS MEETING ANNUALLY TO BE HELD AT THE OFFICES OF : FLORIDA MOTOR GALLERY INC.

2682 OVERLAND ROAD #7
APOPKA,FLORIDA 32703

ON OR ABOUT DECEMBER 30TH EACH YEAR.

PURPOSE(S) OF CORPORATION :

THE PURPOSE OF THIS COOPERATION IS TO TRADE NATIONALLY AND INTERNATIONALLY IN THE BUSINESS OF AUTOMOBILES NEW AND USED,WHOLESALE AND RETAIL, ALL RELATED SERVICES AND PRODUCTS INCLUDING BUT NOT LIMITED TO AUTOMOBILE REPAIR AND SERVICE, FINANCING, EXPORTING, IMPORTING, SALES OF ACCESSORIES AND AUTOMOBILE BROKERAGE SERVICE TO THE GENERAL PUBLIC. THIS CORPORATION AT THE DECISION OF ITS SHARE HOLDERS ESTABLISH SUBSIDIARIES NATIONALLY AS WELL AS OFF SHORE.

ADDENDUM TO ARTICLE V INCORPORATOR (S)

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FLORIDA MOTOR GALLERY INC.
2682 OVERLAND RD #7
APOPKA, FLORIDA 32703

BANK RESOLUTIONS :

CHECKING ACCOUNT(S) IN THE NAME OF FLORIDA MOTOR GALLERY INC. SHALL BE MAINTAINED.

SIGNATORY AUTHORITY ON THE ACCOUNT TO MAINTAINED BY :

LOIS A. GOLDING OR WAYNE C. GOLDING SNR.
OR

MINETT E. GAYLE

ONLY ONE OF THE PRECEDING SIGNATURES WILL BE NECESSARY FOR BANKING TRANSACTIONS ON BEHALF OF FLORIDA MOTOR GALLERY INC.

PERSONAL LIABILITY OF SHAREHOLDERS AND OFFICERS

THE SHAREHOLDERS AND SPOUSES OF FLORIDA MOTOR GALLERY INC. SHALL BE ONE HUNDRED PERCENT (% 100) PERSONALLY INDEMFIED AGAINST ALL CLAIMS AND JUDGMENTS OF DEBTS OR LEGAL RESPONSIBILITY PLACED UPON FLORIDA MOTOR GALLERY INC. BY ANY PERSONS. THE SHAREHOLDER RESPONSIBILITY FOR FLORIDA MOTOR GALLERY INC. DEBT SHALL BE LIMITED TO HIS, HER, THEIR, CORPORATE ASSETS AND HOLDINGS IN FLORIDA MOTOR GALLERY INC.

THE OFFICERS AND SPOUSES OF FLORIDA MOTOR GALLERY INC. SHALL BE ONE HUNDRED PERCENT (% 100) INDEMFIED AGAINST ALL CLAIMS, JUDGMENT OF DEBT OR LEGAL RESPONSIBILITY PLACED UPON FLORIDA MOTOR GALLERY INC. BY ANY PERSONS. THE OFFICERS ARE IN NO WAY RESPONSIBLE FOR DEBT CREATED FOR OR BY FLORIDA MOTOR GALLERY INC.

The undersigned incorporator (s) has (have) executed the Article of Incorporation this 20th day of January, 1995.

SIGNATURE : Lois A. Golding

SIGNATURE : Minett E. Gayle

FILED

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

95 JAN 30 PM 12:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: FLORIDA MOTOR GALLERY, Inc.

2. The name and address of the registered agent and office is:

WAYNE C. GOLDING, SNR
(Name)

7714 COLEBROOK DR.
(P.O. Box ~~not~~ acceptable)

ORLANDO, FLORIDA
(City/State/Zip)

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


(Signature)

1.20.95
(Date)