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MARK A. BEDNAR, P.A.

Attorney at Law

II EAST ZARAGOZA STREET PENSACOLA, FLORIDA 32501 RECEIVED 95 JAN 30 PH 3: 49

DIVISION OF CORPORATION

AREA CODE 904 + TELEPHONE 433-1025 TELECOPIEM 434-7844

MAILING ADDRESS PO DRAWER 13146 + PENSACOLA, FLORIDA 32591

January 27, 1995

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Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: Incorporation of:

EXCALIBUR AUTO EXCHANGE, INC.

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation concerning the above, for filing with your office. A check in the amount of \$122.50 is enclosed to cover the cost of filing.

I would appreciate your returning the certified copy to my office at your earliest convenience. If you should have any questions, please advise.

Sincerely,

Mark A. Bednar

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MAB/chs enclosures

Please return to:

Mark A. Bednar, Esquire 11 East Zaragoza Street Post Office Drawer 13146 Pensacola, Florida 32591 FILED
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SECRE) AND OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

EXCALIBUR AUTO EXCHANGE, INC.

ARTICLE I - NAME

The name of this corporation is: EXCALIBUR AUTO EXCPANGE, INC.

ARTICLE II - DURATION

The corporation shall exist perpetually commencing on the date of filing.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transaction any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be cone without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 222 Government Street, Suite "C", Okaloosa County Niceville, Florida 32578, and the name of the registered agent of this corporation is DANIEL E. BELL, JR., 222 Government Street, Suite "C", Niceville, Florida 32578.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director of this corporation is:

Daniel E. Bell, Jr. 222 Government Street.

222 Government Street, Suite "C" Niceville, Florida 32578

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these articles is:

Daniel E. Bell, Jr.

222 Government Street Suite "C" Niceville, Florida 32578

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the

Shareholders.

ARTICLE X - SHARES OF STOCK

Shares of capital stock of this corporation shall 's issued initially to the following person and in the amount set opposite his name:

Daniel E. Bell, Jr.

500 shares

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XIII - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this corporation shall be issued initially as set forth in Article X. The shares of stock held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

ARTICLE XIV - TAX ARTICLE

It is the intention of this charter that the directors shall sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this Asia day of January, 1995.

DANIEL E. BELL, ER.

STATE OF FLORIDA) Country OF OKALGOSA) Escambia

The foregoing instrument was acknowledged before me this 25th day of Annual 1995 by DANIEL E. BELL, JR., who is personally known to me or who has produced Harda as identification and who did (did not) take an oath.

Motary Public /

Christine W. Stultz Print or Type Notary Name

CC 09/138

My Commission Expires:

Notary Public State of Florida at Large My Commission Expires: March 12, 1995

FILED

1995 JAN 30 PM 4: 00

RE: EXCALIBUR AUTC EXCHANGE, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

DANIEL E. BELL, JR.

222 East Government Street
Suite "C"
Niceville, Florida 32578

STATE OF FLORIDA COUNTY OF CERCOSA

The foregoing instrument was acknowledged before me this 254 day of January, 1995 DANIEL E. BELL, JR., who is personally known to me or who has produced Handa Davier as identification and who did (did not take an oath.

NOTARY PURT TO

Print or Type Notary Name

CC-C91138
Commission Number

My Commission Expires:

Notary Public State of Florida at Large My Commission Expires: March 12, 1995