

195000012584
CMWHD

LAW OFFICES OF

CAMERON • MARRIOTT
WALSH • HODGES
D'ASSARO

A PROFESSIONAL ASSOCIATION

A. CHARLES CAMERON
CHAS. MARRIOTT JR.
J. DAVID WALSH
F. DEVIDA HODGES
VINCE M. D'ASSARO
CHRISTOPHER COLEMAN

STEVEN W. HODG
MICHAEL C. GIBBS
TODD J. GARDNER
ROBERT A. HALL
JAMES A. JOHNSON
SCOTT C. JEFFER
MATTHEW C. SCARBOROUGH
MARK D. BARTH
PATRICIA M. GORDON
MICHAEL GORDON
J. L. HALL
DORIS A. LARSEN

412 SOUTH BEACH STREET
DAYTONA BEACH, FLORIDA 32114
TAX (904) 252-1251
(904) 252-1788

16 WEST CHURCH STREET
ORLANDO, FLORIDA 32801
TAX (407) 843-1727
(407) 841-8030

16 NORTH EAST FIRST AVENUE
POST OFFICE BOX 5549
ORLANDO, FLORIDA 32801
TAX (904) 751-0151
(904) 331-1110

PLEASE REPLY TO: DAYTONA BEACH

February 6, 1995

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

700001405037
02/14/95--01017--010
***122.50 ***122.50

RE: SUNRISE AUTO WORLD, INC.

Dear Sir or Madam:

Please find enclosed an original and a copy of the above-referenced Articles of Incorporation and Certificate and Acknowledgment of the Registered Agent.

I have enclosed this firm's check in the amount of \$122.50 which is broken down as follows:

Filing Fee	\$ 35.00
Certified copy of charter	52.50
Registered Agent Fee	35.00
	<u>\$122.50</u>

Please file the Articles of Incorporation and forward the undersigned a copy of same.

Thank you for your cooperation in this matter.

Very truly yours,

J. DAVID WALSH

JDW/tmg
Enclosure

FILED
RECEIVED
05 FEB 13 AM 8:09

ARTICLES OF INCORPORATION
OF
SUNRISE AUTO WORLD, INC.

RECEIVED
JAN 10 1969

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby desire to form a corporation under the laws of the State of Florida, providing for the formation, liability, right, privileges and immunities of a corporation for profit.

I. NAME

The name of the Corporation shall be SUNRISE AUTO WORLD, INC. The street and mailing address shall be 104 Riverside Drive, New Smyrna Beach, Florida 32168.

II. PURPOSE

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States of America and of the State of Florida; including, but not limited to, the operation of a multiple franchise automobile and truck dealership which is engaged in all phases of General Automotive activity including the retail and wholesale sales and purchase of motor vehicles, parts, supplies, general maintenance, service and repairs.

III. DURATION

This corporation shall have perpetual existence unless sooner dissolved according to law.

IV. CAPITAL STOCK

The maximum number of shares of stock that the corporation

is authorized to have outstanding at anytime is 100, all of which shall be common shares with a One Dollar (\$1.00) par value.

V. REGISTERED OFFICE AND AGENT

The address of the initial principal office of the corporation in this State is 104 Riverside Drive, New Smyrna Beach, Florida 32069, and the name of the initial registered agent of this corporation is J. DAVID WALSH, Esquire, 432 South Beach Street, Daytona Beach, Florida 32114. The registered agent J. DAVID WALSH, Esquire has provided written acceptance per the attached Certificate and Acknowledgement of Registered Agent.

VI. BOARD OF DIRECTORS

The business of this corporation shall be managed by and its corporate powers exercised by its director. It shall not be necessary for the director to be a resident of the State of Florida nor shareholders. The following shall constitute and be the director of this corporation until his successor is elected or appointed and has qualified:

DENNIS D. HIGGINBOTHAM, Director

ARTICLE VII: INITIAL OFFICERS

The following officers shall constitute and be the officers of this corporation until their successors are elected or appointed and have qualified:

President: DENNIS D. HIGGINBOTHAM
104 Riverside Drive
New Smyrna Beach, Florida 32168

Vice-President: LARRY HILL
104 Riverside Drive
New Smyrna Beach, Florida 32168

Secretary/Treasurer: TRUDY H. MOODY
104 Riverside Drive
New Smyrna Beach, Florida 32168

ARTICLE VIII: INCORPORATOR

The name and post office address of the incorporator is as follows: DENNIS D. HIGGINBOTHAM, 104 Riverside Drive, New Smyrna Beach, Volusia County, Florida 32168.

ARTICLE IX: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

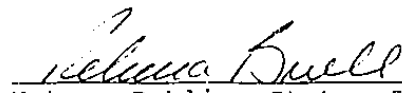
IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation, this 6th day of February, 1995.


DENNIS D. HIGGINBOTHAM

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DENNIS D. HIGGINBOTHAM, known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 6th day of February, 1995.


Notary Public, State of Florida
at Large. My commission
expires:



REBECCA BULL
Notary Public, State of Florida
My Comm. Exp. Dec. 6, 1998
Comm. No. 0144914

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

I, J. DAVID WALSH, as the Registered Agent for SUNRISE AUTO WORLD, INC., hereby state the following: I am hereby familiar with and accept the duties and responsibilities as registered agent for SUNRISE AUTO WORLD, INC.

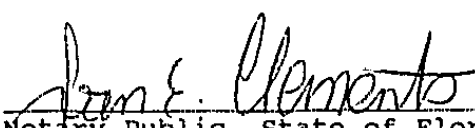


J. DAVID WALSH, Esquire

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared J. DAVID WALSH, known to be the person who executed the foregoing Certificate and Acknowledgement of Registered Agent.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 14th day of February, 1995.



Notary Public, State of Florida
at Large. My commission
expires:



JOAN E. CLEMENTS
MY COMMISSION # CC31-411 EXPIRES
October 3, 1997
BONDED THROUGH TROY FAIR INSURANCE, INC.

55 FEB 13 AM 8:09