

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

CSC networks

MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 544955 99222A

AUTHORIZATION : *Kim Clemons*

COST LIMIT : \$ 122.50

ORDER DATE : February 17, 1995

ORDER TIME : 10:17 AM

ORDER NO. : 544955

CUSTOMER NO: 99222A

CUSTOMER: Ma. Wilma Gallagher
COGGIN-O'STEEN INVESTMENT
CORPORATION
Suite 200
7400 Baymeadows Way
Jacksonville, FL 32256

DOMESTIC FILING

P95000013812

NAME: C N A MOTOR CORP.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS: *-Dm*

2-17-95
C2/A

FILED
95 FEB 17 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 FEB 17 AM 11:18
DIVISION OF CORPORATION

600001409146

ARTICLES OF INCORPORATION
OF
C N A MOTOR CORP.

FILED
95 FEB 17 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

I.

The name of this corporation is: C N A MOTOR CORP.

II.

The general nature of the business to be transacted by this corporation is: to acquire, own, manage and operate a motor vehicle sales, service and repair facility; to engage in any and all business ventures; to acquire, own, sell or otherwise dispose of real and personal property; to 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, to lend money, to purchase or otherwise deal in commercial paper, including retail installment paper, and to do all things which could be done by a corporation for profit under the laws of Florida. This corporation 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.

III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Two Thousand (2,000) shares of voting common stock and Two Thousand (2,000) shares of non-voting common stock, each, having a nominal or par value of One Dollar (\$1.00) per share. There shall be no difference between the voting and non-voting shares other than the right or absence of right to vote.

IV.

The amount of capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00).

V.

This Corporation is to exist perpetually. Corporate existence shall begin on the date of issuance of the Corporate charter.

VI.

The initial post office address of the principal office of this corporation in the State of Florida is 7400 Baymeadows Way, Suite 200, Jacksonville, Florida, 32256. The Board of Directors may from time to time move the principal office to any other address in Florida.

VII.

This corporation shall have no less than two (2) Directors and no more than twenty five (25). The number of Directors shall be fixed by the by-laws and elected in accordance with the by-laws.

VIII.

The names and post office addresses of the members of the first Board of Directors are:

Luther Coggin	
Charlie (C.B.) Tomm	7400 Baymeadows Way, Ste. 200
Wilma S. Gallagher	Jacksonville, Florida 32256
Nancy D. Noble	

The names of the officers of this corporation, who shall hold office for the first year of existence of this corporation or until their successors are elected and have qualified (whose post office addresses are stated above) are as follows:

Luther Coggin	President and Chairman
Todd F. Seth	Vice President
Charlie (C.B.) Tomm	Vice President
Wilma S. Gallagher	Vice President/Secretary
Nancy D. Noble	Assistant Secretary

IX.

The names and post office addresses of each subscriber of these Articles of Incorporation, and the number of shares of stock which each agrees to take, are as follows:

Charlie (C.B.) Tomm	500 Shares
7400 Baymeadows Way, Ste. 200	
Jacksonville, Florida, 32256	

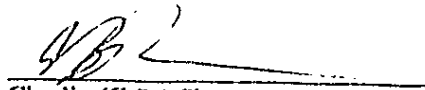
X.

These Articles of Incorporation may be amended in the manner provided by law except that amendments may be made by all the stockholders by signing a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

XI.

By-Laws of the corporation may be adopted, amended or repealed by the Board of Directors. Provided, however, by-laws may be made by shareholders. By-laws made and adopted by shareholders may provide that such by-laws may only be amended or repealed by the shareholders.


IN WITNESS WHEREOF, the undersigned, being all mature persons competent to contract, have made and subscribed these Articles of Incorporation, at Jacksonville, Florida, this 16th day of January, 1995, for the uses and purposes aforesaid.


Charlie (C.B.) Tomm

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this 16th day of January, 1995, before me, a Notary Public, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Charlie (C.B.) Tomm to me well known and known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me, under oath, that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid.


Notary Public, State of Florida
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES 12/31/97
BONDED THRU 12/31/97

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

FILED
95 FEB 17 PM 2:26
SECRET
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

C N A Motor Corp., wishing to organize as a corporation under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Jacksonville, County of Duval, State of Florida, has named Luther Coggin, 7400 Baymeadows Way, Suite 200, Jacksonville, Florida, 32256, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
Luther Coggin

(Registered Agent)

Automotive Group

November 18, 1996

P95000013812

COGIN MANAGEMENT COMPANY
Jacksonville, FL

COGIN AUTOMOTIVE CORP.
Jacksonville, FL

COGIN PONTIAC-GMC TRUCK
Jacksonville, FL

COGIN NISSAN
Jacksonville, FL

COGIN HONDA
Jacksonville, FL

COGIN ACURA
Jacksonville, FL

SATURN OF REGENCY
Jacksonville, FL

SATURN OF ORANGE PARK
Jacksonville, FL

SATURN OF THE AVENUES
Jacksonville, FL

COGIN KIA
Jacksonville, FL

COGIN MERCEDES-BENZ
HONDA/BMW
Ft. Pierce, FL

COGIN-ANDREWS HONDA
Orlando, FL

BAYWAY FINANCIAL SERVICES
Jacksonville, FL

HOLIDAY INN-BAYMEADOWS
Jacksonville, FL

T.G.I. FRIDAYS
Jacksonville, FL

Mr. Buck Kohr
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: CORPORATION ADDRESS CHANGES

Dear Mr. Kohr:

Enclosed is our check for \$805.00 to cover the \$35.00 charge for each of the twenty-three (23) Form CR2B045(1/95) which are enclosed.

We trust this is acceptable rather than submitting a separate check for each request.

If anything further is required in order to change our records, please give me a call.

Many thanks for your help.

Sincerely,

Wilma S. Gallagher

Wilma S. Gallagher
Vice President &
Chief Administrative Officer

Enclosures

RECEIVED
96 NOV 21 AM 10:29
DIVISION OF CORPORATIONS

96 NOV 21 PM 1:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

12/4
John
R.O.
Change

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: CNA Motor Corp.
2. The mailing address of the corporation is: P. O. BOX 16469, JACKSONVILLE, FLORIDA 32245
3. Date of incorporation/qualification: 2-17-95 Document number: P95000013812
4. The name and address of the current registered agent and office:

Luther Coggins
7400 baymeadows way, suite 200
JACKSONVILLE, FLORIDA 32256

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Same. did Not Change
4306 PABLO OAKS COURT
JACKSONVILLE, FLORIDA 32224

FILED
96 NOV 21 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Wilma S. Gallagher
(Signature of an officer, chairman or vice chairman of the board)

11-14-96
(Date)

WILMA S. GALLAGHER, SECRETARY
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

(Signature of Registered Agent)

11-14-96
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)



P95000013812

ACCOUNT NO. : 072100000032
REFERENCE : 319346 99222A
AUTHORIZATION : *Patricia Piggitt*
COST LIMIT : \$ 87.50

ORDER DATE : April 4, 1997

ORDER TIME : 11:27 AM

ORDER NO. : 319346-025

800002133828--2

CUSTOMER NO: 99222A

CUSTOMER: Ms. Wilma Gallagher
Coggin-o'steen Investment
4306 Pablo Oaks Court

Jacksonville, FL 32224

DOMESTIC AMENDMENT FILING

NAME: CNA MOTOR CORP.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

Amendment
4/4/97 DZ

FILED
97 APR-4 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 APR-4 PM 12:12
DIVISION OF CORPORATION

**ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION
OF
CNA MOTOR CORP.**

FILED
97 APR -4 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- A. The name of this Corporation is CNA Motor Corp.
- B. Resolutions were adopted on December 2, 1996, by the Board of Directors of this Corporation to amend the Articles of Incorporation of this Corporation in their entirety, so that after amendment, the Articles of Incorporation read as follows:

"ARTICLE I - NAME

The name of this Corporation is CNA Motor Corp.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal place of business and mailing address of this Corporation are 4306 Pablo Oaks Court, Jacksonville, Florida 32224.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one million (1,000,000) shares of voting common stock with a par value of \$1.00 per share.

ARTICLE IV - REGISTERED AGENT AND ADDRESS

The name and address of the registered agent are Luther Coggin, 4306 Pablo Oaks Court, Jacksonville, Florida 32224.

ARTICLE V - INDEMNIFICATION

Directors, officers, employees and agents of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE VI - BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and may from time to time modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE VII - AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law."

There are no other amendments to the Articles of Incorporation, except as stated above.

C. There are no shareholders of this Corporation. The amendments to the Articles of Incorporation were adopted by the Board of Directors.

IN WITNESS WHEREOF, CNA Motor Corp. has caused these Articles of Amendment to the Articles of Incorporation to be signed in its name by Luther Coggin, a member of the Board of Directors, this 11th day of January, 1997.

CNA MOTOR CORP.

By:


Luther Coggin, Director