

74500014286

JOHN E. MCINTEE, P.A.

Attorney and Counselor at Law

241 East Ruby Avenue
Waterfront Square, Suite B
Kissimmee, Florida 34741

John E. McIntee

Telephone: (407) 870-1633
FAX: (407) 870-2840

February 17, 1994

Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
2-17-95

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-02/20/95--01106--005
***122.50 ***122.50

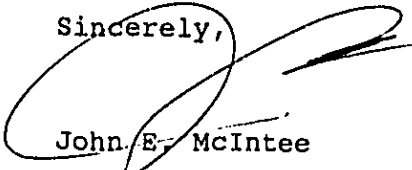
Re: FAST TRACK AUTO SALES, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of FAST TRACK AUTO SALES, INC., a Florida Corporation. Also enclosed is our check in the amount of \$122.50 to cover the filing of these Articles.

Thank you for your assistance in this matter. Should you have any questions regarding the enclosed, please do not hesitate to call me.

Sincerely,


John E. McIntee

JEM/wn
Encls.

B. REGISTERED FEB 21 1995

FILED
55 FEB 20 AM 8:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

EFFECTIVE DATE
2-17-95

ARTICLES OF INCORPORATION

OF

FAST TRACK AUTO SALES, INC.

FILED
95 FEB 20 AM 8 14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name and address of the Corporation is:

FAST TRACK AUTO SALES, INC.
1600 E. Vine St., Unit D
Kissimmee, Florida 34744

ARTICLE II
DURATION

The duration of the Corporation is perpetual.

ARTICLE III
PURPOSE

The general purposes for which the Corporation is organized are the following:

1. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

2. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

3. To purchase, receive by way of gift, subscribe for, invest in, and in all other ways acquire, import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise, use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant,

cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal, or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, choses in actions, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper, and other obligations and evidences of interest in or indebtedness of any person, firm, or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas, and water rights, all or any part of any going business and its incidents, franchises, subsidiaries, charters, concessions, grants, rights, powers, or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

4. To hire and employ agents, servants, and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor, or otherwise, either alone or in company with others.

5. To promote or aid in any manner, financially or otherwise, any person, firm, association, or corporation, and to guarantee contracts and other obligations.

6. To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform, and carry out, contracts and arrangements of every kind and character with any person, firm, association, or corporation, or any government or authority or subdivision or agency thereof.

7. To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to do all things specified in Sections 607.001 to 607.414 of the Florida Statutes, and to have and to exercise all powers conferred by the laws of the State of Florida on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or any at any time hereafter be amended and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations, or corporations, and in any part of the world.

**ARTICLE VII
INCORPORATOR**

The name and address of each Incorporator is as follows:

John E. McIntee
241 E. Ruby Ave., Suite B
Kissimmee, Fl. 34741

**ARTICLE VIII
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

**ARTICLE IX
INDEMNIFICATION**

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

**ARTICLE X
BY-LAWS**

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the By-Laws must be approved by a majority of the Shareholders.

**ARTICLE XI
COMMENCEMENT OF CORPORATE EXISTENCE**

In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 17th day of February, 1995.


JOHN E. MCINTEE

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of the general powers.

ARTICLE IV **CAPITAL STOCK**

The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 241 E. Ruby Ave., Suite B, Kissimmee, Florida 34741, and the name of its initial Registered Agent at that address is JOHN E. MCINTEE.

ARTICLE VI **INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of each initial Director of the Corporation is as follows:


Peter Tremblay
1600 E. Vine Street #D
Kissimmee, Fl. 34744

Director/President
Secretary/Treasurer

STATE OF FLORIDA)
COUNTY OF OSCEOLA)

BEFORE ME, personally appeared JOHN E. MCINTEE, known by me personally or who showed the following identification, Florida Driver's License, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed, and he did not take an oath.

WITNESS my hand and official seal this 17th day of February, 1995.


WENDIE D. NICHOLSON
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES: 4-25-97
COMMISSION NO. CC273121

FILED
FEB 20 AM 8 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of FAST TRACK AUTO SALES, INC., which is contained in the foregoing Articles of Incorporation.

DATED ~~this~~ 17th day of February, 1995.


JOHN E. MCINTEE
REGISTERED AGENT

P 95 0000 14286

TO :
DEPARTMENT OF STATE

DATE

FORM OFFICIAL USE

NUMBER

STATE OF FLORIDA
OFFICE OF STATE TREASURER
TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	336.80	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	336.80	OTHER	4

CROSS
REF

SAMAS CODE

DISTRIBUTION

REASON

100001449011

-04/06/95--01029--002

***AMOUNT ***137.50

12	45-20-2-130001-45300000-00-000100-00	2	14.30
12	45-20-2-130001-45300000-00-000100-00	1	122.50
12	45-20-2-130001-45300000-00-000100-00	2	200.00

GRAND TOTAL:

\$ 336.80

52835-B

P95

14286

RECEIVED
95MAR-9 AM11:43

Process Date: 03/01/95

The above named fund(s) has been reduced by the amount of
this check(s) under authority of Section 215.34, F.S.

Bill Nelson

State Treasurer

P95000014286

**LAW OFFICES
HOEQUIST & HAND**

*An Association of Attorneys & Professional Accountants
Not a Partnership*

**CHARLES E. HOEQUIST, P.A.
RONALD M. HAND, P.A.**

Reply to:
Post Office Box 423637
Kissimmee, FL 34743-3637

418 West Bryan Street
Kissimmee, FL 34741
Voice: (407) 846-6133
FAX: (407) 846-3664

JEFFREY C. SPARKS, P.A.

3191 Maguire Blvd., Suite 167
Orlando, FL 32803
Voice: (407) 896-5440
FAX: (407) 896-5443

April 28, 1995

Secretary of State
Corporate Division
The Capital
Tallahassee, Florida 32304

000001483570
-05/02/95--01083--020
*****70.00 *****35.00

RE: FAST TRACK AUTO SALES, INC.

Dear Sir or Madam:

I am enclosing herewith an original and one (1) copy each of an Articles of Amendment to the Articles of Incorporation for the above-named corporation, and a Statement of Change of Registered Office and Registered Agent. I have also enclosed our check in the amount of \$70.00 for the filing fees.

Please process the enclosed at your earliest convenience. Your cooperation is greatly appreciated. Should you have any questions, please feel free to call.

Sincerely,

Jeffrey C. Sparks
Jeffrey C. Sparks, Esq.

JCS/st
Enclosures: Articles of Amendment to
Articles of Incorporation (2)
Statement of Change of Registered
Office and Registered Agent (2)
Check in the amount of \$122.50

R. A. Charge

LFT

5-12-95

FILED
1995 MAY -5 PM 6:14
RECEIVED
1995 MAY -5 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Statement of Change of Registered Office
and Registered Agent**

FILED
1995 M 1 -5 PM 6:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Secretary of State of the State of Florida.

Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the undersigned corporation, organized under the laws of the State of FLORIDA, submits the following statement for the purpose of changing its registered office and registered agent, in the State of Florida.

FIRST: The name of the Corporation is FAST TRACK AUTO SALES, INC.

SECOND: The address of its present registered agent is 241 E. Ruby Ave, Suite B, Kissimmee, Florida 34741.

THIRD: The address to which its registered agent is to be changed is 800 Basin St., Kissimmee, Florida 34741.

FOURTH: The name of its present registered agent is JOHN E. MCINTEE.

FIFTH: The name of its successor registered agent is MICHAEL GUTOSKI.

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

SEVENTH: Such change was authorized by resolution duly adopted by its board of directors.

Dated April 27, 1995.

FAST TRACK AUTO SALES, INC.


PETER TREMBLAY, President

Date: 4-27-95

per the power of attorney dated: 4-25-95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


MICHAEL GUTOSKI

Registered Agent

Date: 4-27-95