

*Law Office of Ray Mattox*

*170 East Central Avenue  
P.O. Box 217  
Winter Haven, Florida 33882-0217  
(813) 299-2068*

April 2, 1995

**P95000030928**

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

800001458368  
-04/18/95--01011--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Incorporation of VILLAGE MOTORS, INC.

Dear Sir:

Please find enclosed the following regarding the above referenced matter.

1. Original Articles of Incorporation for profit Corporation.
2. Check for \$70.00.

We do not wish to receive a certified copy of the Articles so that is why the check is only for \$70.00.

Please file these articles as soon as possible and if you have any questions or concerns, please do not hesitate to contact our office.

Sincerely,

*Michelle Ritter*

Michelle Ritter  
legal secretary to RAY MATTOX, ATTORNEY-AT-LAW

:ms  
enclosures

APR 20 1995

FILED

ARTICLES OF INCORPORATION  
OF  
VILLAGE MOTORS, INC.

FILED  
65 MAR 17 1962  
CLERK OF THE COURT  
JACKSONVILLE, FLA.

I, the undersigned, a citizen and resident of the County of Polk, State of Florida, have this voluntarily formed a close corporation under the laws of the State of Florida, whereby the business affairs will be managed by the stockholders rather than a Board of Directors, and I do hereby establish a body corporate, in accordance with the laws of said State, and I do hereby certify as follows:

ARTICLE I

The name of this corporation is VILLAGE MOTORS, INC.

ARTICLE II

The purpose for which the corporation is formed and the nature of the business proposed to be transacted by it, are as follows:

Section 1: To engage in the business of selling, leasing retailing and wholesaling automobiles, trucks, motorcycles, motor-homes and all modes of transportation, of every type and description, and generally dealing in all activities in any way involved in the used and new car business.

Section 2: To buy, own, hold, rent, purchase or otherwise lawfully acquire, and to sell, mortgage, pledge, hypothecate, lease (as lessee or lessor), or in any manner whatsoever dispose of, and to invest, trade or deal in, personal property and real property of every kind, description and all interest therein.

Section 3: To acquire, hold, lease (as lessee or lessor), manage, operate, develop, control, build, erect, maintain, either

direct or through ownership of stock in any corporation, and lands, buildings, houses, offices, business blocks, stores, warehouses, mills, shops, plants, factories, lofts, dehydrators, dryers, or other structures, machinery, rights, easements, permits, privileges, franchises, licenses and all appurtenances thereto of every kind and description, and all other things which may at any time be necessary or convenient for the purposes of the corporation, and to sell, dispose of, lease, convey, mortgage or otherwise encumber said property or any part thereof.

Section 4: To purchase, apply for, assign, lease (as lessee or lessor), or otherwise acquire, and to sell, transfer, pledge, or otherwise dispose of, mortgage or otherwise encumber, franchises, easements, rights, privileges, formulas, licenses, trademarks, trade names, patents, patent rights, copy rights, inventions, improvements, and process, and pending applications therefore, such as may relate to and be used or useful in connection with any business conducted by the corporation.

Section 5: To borrow money, and to issue bonds, debentures, trade acceptances, notes, or other evidence of indebtedness or obligations, from time to time, for any lawful corporate purposes, and to secure same by mortgage, pledge, warehouse receipts, deeds of trust, or otherwise to charge any and all of the properties, rights, privileges and franchises, to secure the payment thereof, to enter into, make, perform or carry out contracts of every kind and description for any lawful purpose without limit as to amount, with any person, firm, association or corporation; to make, accept, endorse, discount, execute and issue promissory notes, bills of

exchange, warrants, and other negotiable and transferable instruments.

Section 6: To advance money and to give credit or lend the credit of this corporation to any person or persons, firm or firms, association or associations, corporation or corporations, and to acquire by purchase, subscription or otherwise, and to hold, sell, assign, transfer, exchange, pledge or otherwise dispose of any share of the capital stock or bonds or other securities or evidence of indebtedness issued by this corporation or association, including the shares of stock or bonds or other securities or evidence of indebtedness issued by this corporation or by any corporation, firm or association organized under the laws of the State of Florida, or any other state, territory, district or of any foreign country.

Section 7: To acquire the good will, assets, rights and property, and to assume the whole or any part of the liabilities of any person, firm, association or corporation, and to pay for the same in cash, stocks or bonds of this corporation, or otherwise.

Section 8: To engage generally in any business which the stockholders may deem proper in furtherance of any of the objects hereinabove mentioned, to all intents and purposes and to the same extent and in the same manner and to the same effect as in the case of an individual.

Section 9: To do each and every act necessary for the accomplishment of any of the above or hereinafter mentioned or enumerated purposes of this corporation, as fully as a natural person might or could do as principal or agent, by contract or otherwise, both within and without the State of Florida.

Section 10: To establish, maintain and conduct branch offices and

agencies wherever necessary or convenient throughout the world for the purpose of transacting the business of this corporation; to employ, hire, contract with and engage any and all person to assist in the operation and maintenance of said corporation and its properties; to act as agent for any person, partnership, firm, association or corporation, for transacting any business authorized by this Article, for or incidental to the purpose set forth in the foregoing subdivisions of this Article.

Section 11: This corporation from time to time may do any one or more of the acts and things, or carry out any one or more of the purposes herein set forth, and may transact business in the State of Florida, in other states, in the District of Columbia, in the districts, dependencies and colonies of the United States, and in foreign countries.

Section 12: The foregoing enumeration of specific powers shall not be held to limit or restrict the powers of the corporation, but each of the purposes, objects and powers so enumerated shall be regarded as independent and separate.

### ARTICLE III

The total authorized capital stock of this corporation shall be One Hundred (100) shares, with no par value.

### ARTICLE IV

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

### ARTICLE V

This corporation shall have perpetual existence.

#### ARTICLE VI

The address of the principal office of this corporation shall be 3 Tennessee Lane, Auburndale, Polk County, Florida 33823, but the corporation shall have the power to establish branch offices and other places of business at such other places within or without the State of Florida as may be determined and deemed expedient by the Stockholders.

#### ARTICLE VII

The name and street address of the subscriber of the Articles of Incorporation and the number of shares of stock he agrees to take, are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
PAUL S. PRICE	4212 SHADOW WOOD DRIVE WINTER HAVEN, FLORIDA 33880	100

#### ARTICLE VIII

The name and address of the first officer of this corporation to hold office until w officers shall be elected by the stockholders, are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
PAUL S. PRICE	4212 SHADOW WOOD DRIVE WINTER HAVEN, FLORIDA 33880	PRESIDENT

#### ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Officers, proposed by them to the Stockholders and approved at a Stockholders meeting by a majority of the Stockholders entitled to vote thereon, unless all the Stockholders sign a written statement manifesting

their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

The Registered Agent of this corporation is RAY MATTOX, Esquire, and the Registered Office is located at 170 East Central Avenue, Winter Haven, Florida 33080.

IN WITNESS WHEREOF, the subscriber has signed these Articles of Incorporation in his name, and affixed his seal thereto this 13<sup>th</sup> day of April, 1995.

Paul S. Price  
PAUL S. PRICE

STATE OF FLORIDA )  
COUNTY OF POLK )

BEFORE ME, the undersigned authority, personally appeared PAUL S. PRICE, who executed the foregoing Articles of Incorporation, and acknowledged before me that he signed the same for the purposes stated therein.

WITNESS my hand and official seal in the County of Polk and State of Florida this 13<sup>th</sup> day of April, 1995.

Michelle S. Ritter  
NOTARY PUBLIC Michelle S. Ritter  
My Commission Expires:



OFFICIAL SEAL  
MICHELLE S. RITTER  
My Commission Expires  
May 2, 1997  
Comm. No. CC 281885

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

\* \* \* \* \*

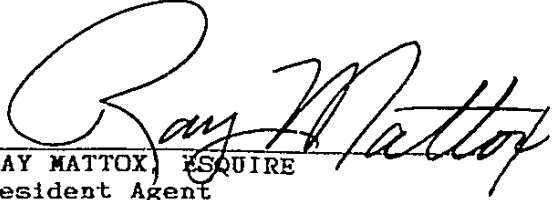
In pursuant of Chapter 48.091, Florida Statutes, the following  
is submitted, in compliance with said Act:

That VILLAGE MOTORS, INC., desiring to organize under the laws  
of the State of Florida, with its principal office, as indicated in  
the Articles of Incorporation, in the City of Winter Haven, County  
of Polk, State of Florida, has named RAY MATTOX, ATTORNEY-AT-LAW,  
located at 170 East Central Avenue, City of Winter Haven, County of  
Polk, State of Florida, as its agent to accept service of process  
within this state.

#### ACKNOWLEDGEMENT

Having been named to accept service of process for the above-  
named 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:

  
RAY MATTOX, ESQUIRE  
Resident Agent

FILED  
MAR 17 1962  
CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA