ODORE PARKER, P.A

ATTORNEY AT LAW **BUTTE 100** YOUS MAIN STREET BARASOTA, PLORIDA 84937

THEODORE PARKER

CONSTANTINE J. THONAH OF COUSSIEL.

April 10, 1995

TELEPHONE MICH GARANCO PACHIMILE или прачиют

Department of State Corporate Records Bureau Division of Corporations P.O. Box 6327 Tallahassee, Florida 32301 000000145779900 -04/17/95_01050--011 ####122.50 ####122.50

RE: GOLD COAST SEDAN, INC.

To Whom This May Concern:

Enclosed please find two originals of the proposed Articles of Incorporation for the above-referenced corporation.

Please file the one original and forward the second original, certified, to the attention of the undersigned at your earliest convenience. Our check in the amount of \$122.50 is enclosed to cover the following costs:

> Filing Fee.....\$35.00 Registered Agent Designation.....\$35.00 Certified Copy......\$52.50

> Total.....\$122.50

Thank you for your cooperation and assistance in this matter.

Very truly yours,

Kathy L. Coradine Legal Assistant

:klc

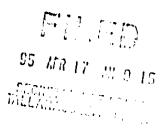
enclosures

MANCY HENDRICKS APR 2 1 1995

ARTICLES OF INCORPORATION

OF

GOLD COAST SEDAN, INC.



ARTICLE I NAME and PRINCIPAL OFFICE

The name of this corporation is GOLD COAST SEDAN, INC.; and its principal office location and mailing address is Post Office Box 8117, Longboat Key, Florida 34228.

ARTICLE II DURATION

This corporation shall exist perpetually.

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

This corporation is authorized to issue TEN THOUSAND (10,000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of this initial registered office of this corporation is 2033 Main Street, Suite 100, Sarasota, Florida 34237 and the name of the initial registered agent of this corporation at that address is THEODORE PARKER.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be either increased or diminished from time to time by the Bylaws; however, there shall never be less than one (1) director nor more than five (5) directors. The name and address of the initial Board of Directors of the corporation is: THEODORE PARKER, 2033 Main Street, Suite 100, Sarasota, Florida 34237.

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: THEODORE PARKER, 2033 Main Street, Suite 100, Sarasota, Florida 34237.

ARTICLE VIII INDEMNIFICATION

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

ARTICLE IX AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 1110 day of 1995.

THEODORE PARKER

STATE OF FLORIDA COUNTY OF SARASOTA

BEFORE ME, a notary public authorized to take acknowledgments, in the state and county set forth above, personally appeared, THEODORE PARKER, personally known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation and who did not take an oath.

witness my hand and official seal, in the state and county aforesaid, this _______, 1995.

KATHY L. CORADINE
My Comm Exp. 1/24/99
MOTARY Bonded By Service Ins
PUBLIC No. CC435124

Memorally Rooms [] Color L D.

Sathy & Coradine

ACCEPTANCE

I HEREBY ACCEPT APPOINTMENT AS INITIAL REGISTERED AGENT OF THE ABOVE-NAMED CORPORATION AND AGREE TO SERVE AS SUCH UNTIL MY SUCCESSOR SHALL HAVE BEEN NAMED BY THE DIRECTORS OF THE CORPORATION AND THE PROPER DEPARTMENT OF THE STATE OF FLORIDA NOTIFIED.

THEODORE PARKER

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST-THAT GOLD COAST SEDAN, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE COUNTY OF SARASOTA, STATE OF FLORIDA, HAS NAMED THEODORE PARKER, LOCATED AT 2033 MAIN STREET, SUITE 100, SARASOTA, FLORIDA 34237, CITY OF SARASOTA, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

THEODORE PARKER

TITLE:

INCORPORATOR

DATE:

(1021) 11.1995

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 MY DUTIES.

SIGNATURE:

THEODORE PARKER

DATE:

and 11, 1995