

P950000 32237

Marion D Lamb III
(Requestor's Name)
1972 Raymond Diehl
(Address)
Tallahassee Fla
(City, State, Zip) (Phone #)

OFFICE USE ONLY

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-04/25/95--01067--001
****122.50 ****122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Automotive Partners of Tallahassee Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

98
4/25

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AUTOMOTIVE PARTNERS OF TALLAHASSEE, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

NAME

The name of this corporation shall be AUTOMOTIVE PARTNERS OF TALLAHASSEE, INC.

ARTICLE II.

GENERAL NATURE OF BUSINESS

The general nature of the business and the objectives and purposes proposed to be transacted and carried on, are to do any and all of the things herein mentioned as follows:

(a) To engage in the business of automobile repair and service and all lawful acts related thereto.

(b) To otherwise deal in and dispose of real estate and real property, including apartment houses and the operation thereof, and the leasing of apartments therein, both furnished and unfurnished and all other kinds of property of whatsoever nature, whether real, personal, or mixed, or any interest or rights therein without limits as to amounts; to buy, sell, assign, convey and cancel liens upon personal property and real estate of every kind and nature whatsoever; to act as broker or agent for the purchase, sale, leasing and management of real estate, and the negotiating of loans; to draw, accept, endorse, discount and deliver bills of exchange, promissory notes, bonds, debentures and other negotiable instruments of whatsoever nature, and secure the same by mortgage on its property or otherwise; to issue on commission, subscribe for, take, acquire, hold, exchange and deal in shares, stocks, bonds, obligations, or securities of any government or authority, individuals or corporation.

(c) To carry on the business of a holding company and to purchase and acquire any mercantile or commercial business, trade or enterprise permitted by the laws of the State of Florida, and to own, hold, operate, maintain, use, sell, or otherwise dispose of the same. To enter into or engage in any such business trade or enterprise as a principal, agent, partner or fiduciary.

(d) To erect, construct, equip, improve, rebuild, enlarge, alter, work, develop, repair, manage, conduct, or control buildings, hotels, stores, edifices, docks, wharves, canals, tunnels, warehouses, and grain elevators, including the erection, construction, building, equipment, improvement, development, management, or control of work of all kinds and character, and the purchase and sale, import and export of all kinds of material for the purposes aforesaid; to convert land into and for roads, streets, and other conveniences; to manufacture, buy, sell, trade, and deal in all and every kind of material, product, manufactured or unmanufactured iron, steel, brass, lead, wood, brick, cement, granite, stone, and other products and materials, including the quarrying of stone, and the manufacture of all kinds of materials and products.

(e) Generally to make and perform contracts of any kind and description, and for the purpose of attaining any other of the objectives of the corporation; to conduct any other business and to do and perform any other act or thing now or hereafter authorized by law, and to exercise any and all powers which a partnership, co-partnership or natural person could do and exercise, and which are now or hereafter may be authorized by law, and generally to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied.

ARTICLE III.

CAPITAL STOCK

The total number of shares of capital stock which may be issued by this corporation shall be Five Hundred (500) with par value of One Dollar (\$1.00) per share, 400 shares of which shall be Class A voting shares and 100 shares of which shall be Class B non-voting shares, which shall all be common stock, identical in every respect except as to voting, and shall be fully paid and nonassessable. All such stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at the organizational meeting to be held after the granting of the charter herein applied for.

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

Gregory H. Peart	20 Shares Class A Voting Stock
Ronald John Lipton	20 Shares Class A Voting Stock
Marshall Carroll	20 Shares Class A Voting Stock
Thomas E. Spence, Jr. and Renee Fleet Spence, His wife, as Tenants by the Entirety	40 Shares (20 Class A voting Shares and 20 Class B non- Voting Stock)

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE IV.

AMENDMENTS TO BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested solely in the shareholders.

ARTICLE V.

CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

ARTICLE VI.

AMOUNT OF CAPITAL TO BEGIN BUSINESS WITH

The amount of capital with which this corporation shall begin business is \$200.00.

Secretary:
Gregory H. Peart
248 Crepe Myrtle Lane
Calro, Georgia 31728

Treasurer:
Marshall Carroll
Route 16, Box 9022
Tallahassee, Florida 32310

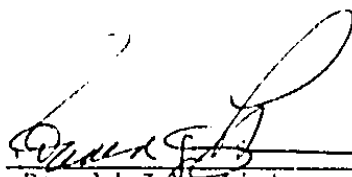
ARTICLE XII.

INCORPORATOR

The name and post office address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ronald John Lipton	7021 Spencer Drive Tallahassee, Florida 32312

IN WITNESS OF THE FOREGOING, we have hereunto set our hands and seals and acknowledged to be filed in the Office of the Secretary of State the foregoing Articles of Incorporation, this 25th day of April, 1995.



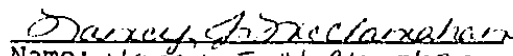
Ronald John Lipton
Incorporator (SEAL)

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 25th day of April, 1995, by Ronald John Lipton, as Incorporator, and he is personally known to me or produced Florida Driver License as identification.



NANCY J. MCCLANAHAN
COMMISSION # CC420427 EXPIRES
November 14, 1998
THRU TRU FARM INSURANCE, INC.


Name: Nancy J. McClanahan
NOTARY PUBLIC
MY COMMISSION EXPIRES: 11-14-98

ARTICLE VII.

PERPETUAL EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VIII.

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be at 2814 Capital Circle NE, Tallahassee, Florida 32308.

ARTICLE IX.

NUMBER OF DIRECTORS

The number of Directors of this corporation shall be not less than one (1) nor more than four (4).

ARTICLE X.

DIRECTORS

The names and post office addresses of the first Board of Directors of this corporation who shall hold office until their successors are elected and qualified shall be:

Gregory H. Peart
248 Crepe Myrtle Lane
Cairo, Georgia 31728

Ronald John Lipton
7021 Spencer Drive
Tallahassee, Florida 32312

Marshall Carroll
Route 16, Box 9022
Tallahassee, Florida 32310

Thomas E. Spence, Jr.
2424 Marrigan Place
Tallahassee, Florida 32308

ARTICLE XI.

OFFICERS

The names and post office addresses of each of the Officers of this corporation who shall hold office until their successors are elected shall be:

President:
Ronald John Lipton
7021 Spencer Drive
Tallahassee, Florida 32312

Vice President:
Thomas E. Spence, Jr.
2424 Marrigan Place
Tallahassee, Florida 32308

CERTIFICATE DESIGNATING REGISTERED AGENT

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

AUTOMOTIVE PARTNERS OF TALLAHASSEE, INC., desiring to organize as a corporation under the laws of the State of Florida, has named Marlon D. Lamb, III, located at 1972 Raymond Diehl Road, Tallahassee, Florida 32308, as its initial Registered Agent.

AUTOMOTIVE PARTNERS OF TALLAHASSEE, INC.

BY: *Ronald John Lipton*
Ronald John Lipton
Incorporator

Having been named Registered Agent for the above-stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open said office.

Marlon D. Lamb, III
Marlon D. Lamb, III
Registered Agent

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this
day of April, 1995 by Marlon D. Lamb, III, who is personally known
to me.



NANCY J. MCCLANAHAN
20427 EXPRES
1998
NOTARY PUBLIC, FLORIDA

Nancy J. McLanahan
Name: Nancy J. McLanahan
Notary Public
My Commission Expires: 04-20-98

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95 APR 25 PM 5:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA