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GRAHAM & CUTLER, P.

TYPING AND ACCOUNTING

1350 EAST PINE STREET

ORLANDO, FLORIDA 32801

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December 21, 1992

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-04/21/95- 01061 013  
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Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: SECURITY ACCEPTANCE CORPORATION

Enclosed please find an original Articles of Incorporation for the above referenced corporation and our check in the amount of \$70.

FROM: Mr. M. Ray Tatum  
SECURITY ACCEPTANCE CORPORATION  
485 East Semoran Boulevard  
Casselberry, Florida 32707

If you have any questions concerning the above, please contact our office directly;

Sincerely,

*David W. Graham*

David W. Graham

DWG/sfl

Enclosures

61-0121 13-0125  
61-0121 6110-19  
mtm



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 6, 1995

M. RAY TATUM  
485 E. SEMORAN BLVD.  
CASSELBERRY, FL 32707

APR 11 1995

RECEIVED  
SECRETARY OF STATE  
APR 11 1995

The name SECURITY ACCEPTANCE CORPORATION has been reserved for 120 days beginning April 6, 1995. The reservation number is R95000001520 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Trevor Brumbley

Letter number: 895A00015851

## **ARTICLES OF INCORPORATION**

**OF**

## **SECURITY ACCEPTANCE CORPORATION**

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act and Professional Service Corporation Act, hereby adopt(s) the following Articles of Incorporation.

### **ARTICLE I - NAME**

The name of the corporation shall be:

**SECURITY ACCEPTANCE CORPORATION**

SECRET  
FEB 13 1985  
FBI - MIAMI

### **ARTICLE II - DURATION**

This Corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

### **ARTICLE III - GENERAL PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business, including sales and financing activities related to Automotive Sales authorized and not prohibited by the Florida General Corporation Act, as the same may be from time to time amended.

### **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue ten thousand (10,000) shares of capital stock, which shall be designated Common Shares with a par value of one dollar and no cents (\$1.00). The Directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

#### ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock in this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI - PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND AGENT

The principal place of business and mailing address of this corporation shall be:

c/o DAVID W. GRAHAM  
350 EAST PINE STREET  
ORLANDO, FL 32801

The name and address of the initial registered agent of this Corporation is:

DAVID W. GRAHAM  
350 EAST PINE STREET  
ORLANDO, FL 32801

61-0011 1-10-19

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

- a. This Corporation shall have one (1) director initially.
- b. The number of directors of this corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the Shareholders, but shall never be less than one (1).
- c. The name and address of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

<u>NAME</u>	<u>ADDRESS</u>
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M. RAY TATUM	485 East Semoran Boulevard Casselberry, Florida 32707
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### **ARTICLE VIII - INCORPORATOR(S)**

The name and street address of the Incorporator to these Articles of Incorporation is:

David W. Graham  
350 East Pine Street  
Orlando, FL 32801

### **ARTICLE IX - BY-LAWS**

The power to adopt, alter or repeal by-laws shall be vested in the Board of Directors

### **ARTICLE X - INDEMNIFICATION**

This Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by the Florida General Corporate Act.

### **ARTICLE XI - AMENDMENT**

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

61-0107 1-10-19

FILED  
CLERK OF CIRCUIT COURT  
IN AND FOR THE COUNTY OF ORANGE  
FLORIDA


IN WITNESS WHEREOF, the undersigned has executed these Articles at Orlando, Florida this 18th day of April, 1995.

  
DAVID W. GRAHAM

APR 19 1995  
NOTARY PUBLIC  
STATE OF FLORIDA

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 18th day of April, 1995, by David W. Graham.

  
NOTARY PUBLIC  
My commission expires:

*Who is personally  
known to me...*



ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for the above stated Corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
David W. Graham