

1201 HAYS STREET  
TALLAHASSEE, FL 32301

800-342-8086

**CSC networks**

PROTECT YOUR  
FINANCIAL SERVICES

ACCOUNT NO. : 07210000032

REFERENCE : 581763 8665A

AUTHORIZATION :

*Patricia Pizzuto*

COST LIMIT : \$ 122.50

ORDER DATE : April 19, 1995

ORDER TIME : 2:47 PM

ORDER NO. : 581763

CUSTOMER NO: 8665A

500001470265

CUSTOMER: Sheila Baldy, Legal Assistant  
STEPHEN STONE, ESQ

725 North Magnolia Avenue

Orlando, FL 32803

DOMESTIC FILING

NAME: LOTS AND HOMES, INC.

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

T. BROWN MAY - 2 1995

FILED  
95 MAY - 1 AM 11:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
LOTS AND HOMES, INC.

FILED  
95 MAY -1 AM 11:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LOTS AND HOMES, INC.

The address of the principal office of this corporation shall be 100 Rockingham Court, Longwood, Florida 32779, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$5.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 725 North Magnolia Avenue, Orlando, Florida 32803, and the name of the initial registered agent of the corporation at that address is Stephen M. Stone.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Jerry Mabie  
Dir.

100 Rockingham Court  
Longwood, Florida 32779

Patricia Mabie  
Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Jerry Mabie  
Pres.

100 Rockingham Court  
Longwood, Florida 32779

Patricia Mabie  
Sec./Treas.

Same

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

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

Corporation Information Services, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of  
Corporation Information Services, Inc., has hereunto set  
their hand and seal of Corporation Information Services,  
Inc., on May 1, 1995.

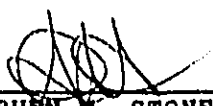
CORPORATION INFORMATION SERVICES, INC.

By: *Gail Shelby*  
Its Agent, Gail Shelby

KBR/jwk

ACCEPTANCE BY REGISTERED AGENT

I HEREBY ACCEPT the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325, Florida Statutes.

  
\_\_\_\_\_  
STEPHEN W. STONE  
725 North Magnolia Avenue  
Orlando, Florida 32803

FILED  
95 MAY -1 AM 11:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

800-342-8086

P95000033963



PRESTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 967238 8665A

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 87.50

File Second

ORDER DATE : May 28, 1996

ORDER TIME : 10:52 AM

ORDER NO. : 967238

CUSTOMER NO: 8665A

CUSTOMER: Stephen Stone, Esq  
Stephen Stone, Esq  
725 North Magnolia Avenue  
Orlando, FL 32803

name change  
amend

000001041880

FILED  
96 MAY 28 PM 4:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: LOTS AND HOMES, INC.

XX ARTICLES OF AMENDMENT  
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria V. Perez

EXAMINER'S INITIALS:

RECEIVED  
96 MAY 28 AM 11:44  
DIVISION OF CORPORATION

ARTICLE OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
LOTS AND HOMES, INC.

FILED  
96 MAY 28 PM 4:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LOTS AND HOMES, INC., a Florida corporation, having its principal office in Apopka, Florida, (herein called the Corporation), hereby certifies to the Secretary of State of the State of Florida that:

FIRST: The Stockholders of the Corporation, at a meeting duly convened and held by the Stockholders on the 22nd day of May, 1996, adopted a Resolution in which was set forth the following Amendment to the Articles of Incorporation of the Corporation and Florida Statute 607.94:

RESOLVED, that the Articles of Incorporation be amended by striking out ARTICLE I and inserting in lieu thereof the following:

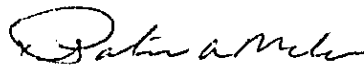
ARTICLE I

NAME

The name of this corporation is PELICAN AUTO SALES, INC.

SECOND: The Amendment to the Articles of Incorporation of the Corporation as hereinabove set forth was approved by the Stockholders of the Corporation at said meeting by the affirmative vote of the votes entitled to be cast thereon.

IN WITNESS WHEREOF, LOTS AND HOMES, INC., has caused these presents to be signed in its name and on its behalf by its President and Secretary this 23rd day of May, 1996.



Patricia A. Mabie, President



Jerry Mabie, Secretary

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned Notary Public, personally appeared Patricia A. Mabie and Jerry Mabie, as President and Secretary, respectively, of LOTS AND HOMES, INC., a Florida corporation, and in the name and on behalf of said Corporation acknowledge the foregoing Article of Amendment to be the corporate act of said Corporation, and the said officers made oath in due form of law



that the Stockholders at a meeting of the Stockholders of said Corporation adopted this Amendment to the Articles of Incorporation of the Corporation and that the matters and facts set forth in said Article of Amendment are true to the best of their knowledge, information, and belief, and that I relied upon the following identification of said persons: personally known.

WITNESS my hand and seal in the County and State aforesaid this 23<sup>rd</sup> day of May, 1996.

Sheila A. Baldy  
Notary Public Signature

Sheila A. Baldy  
Notary Public Printed Name  
My Commission Expires:                     



MINUTES OF THE SPECIAL MEETING  
OF STOCKHOLDERS OF  
LOTS AND HOMES, INC.

The special meeting of the Stockholders of the corporation was held at the corporate office on May 22, 1996, at 10:00 a.m.

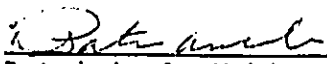
The Secretary then presented and read a Waiver of Notice of the meeting, and it was ordered that it be appended to the Minutes of the meeting.


The Chairman then stated that the meeting was called for the purpose of amending the name of the corporation from LOTS AND HOMES, INC., to PELICAN AUTO SALES, INC. Thereupon, on motion duly made, seconded and unanimously adopted, it was:

RESOLVED, that the name of this Corporation be changed from LOTS AND HOMES, INC., to PELICAN AUTO SALES, INC.

FURTHER RESOLVED, that the President and Secretary of this Corporation are hereby authorized and directed to execute and file a certificate of change of name pursuant to the statute applicable in such cases.

There being no further business before the meeting, on motion duly made, seconded and carried, the meeting was adjourned.

  
Patricia A. Mable, Chairman

  
Jerry Mable, Secretary

WAIVER OF NOTICE

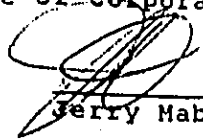
We, the undersigned Stockholders of the Corporation, hereby agree and consent that the special meeting of Stockholders be held at the date, time, and place stated below and for the purposes stated below and the transaction thereat of all such other business as may lawfully come before the meeting and hereby waive all notice of the meeting and any adjournment thereof.

Date of Meeting: May 22, 1996

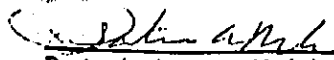
Time of Meeting: 10:00 a.m.

Place of Meeting: Corporate office

Purpose of Meeting: Amending name of Corporation



Jerry Mabie



Patricia A. Mabie