

P95000034/22

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

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Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAY -2 PM 2:33

EFFECTIVE DATE

4-28-95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY XW _____

WALK-IN Will Pick Up S-2 _____

RE: Carl Gregory of Pensacola, Inc.

95 MAY -2 PM 2:33

	C.C. FEE.	DISBURSED
Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input checked="" type="checkbox"/> Photo Copy		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input checked="" type="checkbox"/> C U S - <u>G.S.</u>		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep. _____		
<input type="checkbox"/> FAX () _____ pgs.		
SUBTOTALS		

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Cor

ARTICLES OF INCORPORATION
OF

CARL GREGORY OF PENSACOLA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 2:33

I, the undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, do hereby make, subscribe, acknowledge, and file these Articles for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be Carl Gregory of Pensacola, Inc.

ARTICLE II

The corporation shall have perpetual existence, commencing on April 28, 1995.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business, both within and without the State of Florida, including, but not limited to, retail and wholesale sale of new and used motor vehicles, leasing of motor vehicles, and repair and servicing of motor vehicles.

ARTICLE IV

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of common stock, each share of the par value of One Dollar (\$1.00). No shares without nominal or par value shall be issued.

EFFECTIVE DATE

4-28-95

ARTICLE V

The principal office and mailing address of the corporation is 1200 Brookstone Centre Pkwy., Suite 101, Columbus, Georgia 31904.

ARTICLE VI

The street address of the initial registered office of this corporation is 3 West Garden Street, Suite 700, Pensacola, Florida 32501. The name of the initial registered agent of the corporation is Gary W. Huston, whose business address is 3 West Garden Street, Suite 700, Pensacola, Florida 32501.

ARTICLE VII

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but the number of directors of the corporation shall not be less than one nor more than nine. The names and addresses of the initial directors of this corporation is as follows:

Carl L. Gregory
248 Lee Road, #613
Smiths, Alabama 36877

James E. Gregory
2135 Country Club Road
Columbus, Georgia 31906

Gary A. Hudgins
5638 Rockhurst Drive
Columbus, Georgia 31907

ARTICLE VIII

The name and address of the incorporator is:

Gary W. Huston
3 West Garden Street, Suite 700
Pensacola, FL 32501

ARTICLE IX

These Articles of Incorporation may be amended upon receiving the affirmative vote of the holders of two-thirds of the shares then outstanding at any regular or special meeting of the stockholders upon advance notice given of the changes to be made in accordance with the Bylaws of the corporation. Upon approval by the Secretary of State, any such amendment shall become and be taken as part of the original Articles of Incorporation.

ARTICLE X

The power to adopt, alter, amend, or repeal the Bylaws of the corporation shall be vested in the Board of Directors.

ARTICLE XI

At any meeting of the stockholders, a majority of the outstanding shares entitled to vote, represented in person or by proxy, shall constitute a quorum. If a quorum is present, the affirmative vote of a majority of the outstanding shares represented at the meeting entitled to vote on the subject matter shall be the act of the shareholders, except as otherwise provided in Article IX above.

ARTICLE XII

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, Chapter 607, Florida Statutes, as such chapter presently exists or may hereafter be amended.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation this the 1st day of May, 1995.

Gary W. Huston
GARY W. HUSTON, Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

1st The foregoing instrument was acknowledged before me this day of May, 1995, by Gary W. Huston, who did not take an oath and who:

☒ is/are personally known to me.
☐ produced current Florida driver's license as identification.
☐ produced _____ as identification.

(Notary Seal must be affixed)

Marcelle G. Manship
Signature of Notary Public

MARCELLE G. MANSHIP
Name of Notary Printed
My Commission Expires: Notary Public - State of Florida
Commission Number: My comm. expires April 23, 1997
Comm. No. CC 259438

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 2:33

In compliance with Section 607.0501, Florida Statutes, the following is submitted: That Carl Gregory of Pensacola, Inc., desiring to organize and qualify under the laws of the State of Florida, with its principal place of business at 1200 Brookstone Centre Pkwy., Suite 101, Columbus, Georgia 31904, has named Gary W. Huston, a resident of Escambia County, Florida, whose business address is 3 West Garden Street, Suite 700, Pensacola, Florida 32501, as its agent to accept service of process within Florida.

ACCEPTANCE:

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.



GARY W. HUSTON