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MAY 16, 1995

FILED

95 MAY 18 PM 1:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: ERBY'S AUTO SALES Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

James L. Erby Sr.
(individual's name)

JAMES L. ERBY SR.

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05/18/95--01093--019
****122.50 ****122.50

ERBY'S AUTO SALES, INC.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
8954 S. HIGHWAY 441		
OCALA, FL. 34480		
PHONE		
(904	245-6180
Area Code	Number	Ext.

SAB
5/19/95

ARTICLES OF INCORPORATION

of

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ERBY'S AUTO SALES, INC.

(name of corporation)

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The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

ERBY'S AUTO SALES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares (500) of COMMON SHARES Dollar(s) (\$10.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	JAMES L. ERBY SR.		
ADDRESS	8954 S. HIGHWAY 441		
CITY	OCALA	FLORIDA	ZIP 34480

The principal office, if known, or the mailing address of the corporation is:

NAME	ERBY'S AUTO SALES, INC.		
ADDRESS	8954 S. HIGHWAY 441		
CITY	OCALA,	FLORIDA	ZIP 34480

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	JAMES L. ERBY SR.		
ADDRESS	8954 S. HIGHWAY 441		
CITY	OCALA	STATE FL.	ZIP 34480
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	JAMES L. ERBY SR.		
ADDRESS	5750 S.W. 64 STREET ROAD		
CITY	OCALA	STATE	FL. ZIP 34474
NAME	PATRICIA ERBY		
ADDRESS	5750 S.W. 64 STREET ROAD		
CITY	OCALA	STATE	FL. ZIP 34474
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 1st day of May, 1995.

James L. Erby Sr. (Seal) PKM
Patricia J. Erby (Seal) F.D.L
 _____ (Seal)

Estella Martin Mosley
Notary Public

ESTELLA MARTIN MOSLEY
 CC101288

NOTARY PUBLIC, STATE OF FLORIDA
 MY COMMISSION EXPIRES: May 25, 1996
 BONDED THRU NOTARY PUBLIC UNDERWRITERS

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

ERBY'S AUTO SALES, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 8954 S. HIGHWAY 441
OCALA, FL. 34480

has named JAMES L. ERBY SR.
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)

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