

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8006

P9500040065



ACCOUNT NO. : 072100000032

REFERENCE : 602065 4656A

AUTHORIZATION : *Patricia Pyzdek*

COST LIMIT : \$ 122.50

ORDER DATE : May 19, 1995

ORDER TIME : 11:40 AM

ORDER NO. : 602065

CUSTOMER NO: 4656A

CUSTOMER: Myrna Anne Norman, Legal Asst
GREENBERG TRAUIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

REC'D 11 41 AM '95

FILED
95 MAY 19 AM 8 55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
95 MAY 19 PM 12 19
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: GULF COAST AUTOMOBILES, INC.

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

(11)
~~11/15/95~~

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

MAY 19 1995 **BSB**

T. BROWN MAY 22 1995

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Allan Salovin
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H. Allan Shorr
Marc M. Watson
Julie A.S. Williamson

Melvin N. Greenberg
(1928-1994)

Myrna Anne Norman
(305) 789-5375

May 18, 1995

Florida Division of Corporations
DOMESTIC CHARTER SECTION
P.O. Box 6327
Tallahassee, FL 32314

Re: GULF COAST AUTOMOBILES, INC.

Enclosed herewith are three duly executed originals of ARTICLES OF INCORPORATION for the captioned corporation.

Also enclosed is a check in the amount of \$122.50 to cover the cost of filing and one certified copy. Please stamp the third copy and return to me.

602065

Secretary of State
May 18, 1995
Page 2

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Sincerely,

A handwritten signature in cursive script, appearing to read "Myrna Anne Norman".

Myrna Anne Norman
Legal Assistant



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 19, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: GULF COAST AUTOMOBILES, INC.
Ref. Number: W95000010681

We have received your document for GULF COAST AUTOMOBILES, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 795A00025818

ARTICLES OF INCORPORATION
OF
GULF COAST AUTOMOBILES, INC.

FILED
95 MAY 19 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is GULF COAST AUTOMOBILES, INC. (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 1221 Brickell Avenue, 9th Floor, Miami, Florida 33131.

ARTICLE III

The aggregate number of shares which the Corporation shall have authority to issue is Two Thousand (2,000) shares, One Cent (\$.01) par value per share. One Thousand (1,000) of said shares shall be designated as Class A common stock with voting privileges. One Thousand (1,000) of said shares shall be designated as Class B common stock non-voting. All rights and privileges of said common stock (both Class A and Class B) shall be identical, except with respect to the absence of voting rights for Class B shares.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of GULF COAST AUTOMOBILES, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

**CORPORATION INFORMATION
SERVICES, INC., Registered Agent**

David Shealy

Dated: 5-19, 1995

FILED
95 MAY 19 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P9500040065

1201 HAYS STREET
TALLAHASSEE, FL 32301
904 222-3333

800-342-8086

96 JAN 17 PM 12:43
DIVISION OF CORPORATION



ACCOUNT NO. : 072100000032

REFERENCE : 807254 4303929

AUTHORIZATION : *Patricia Puyet*

COST LIMIT : \$ 87.50

ORDER DATE : January 17, 1996

ORDER TIME : 10:17 AM

ORDER NO. : 807254

200001690832

CUSTOMER NO: 4303929

CUSTOMER: Myrna Anne Norman, Legal Asst
Greenberg Traurig Hoffman
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC AMENDMENT FILING

NAME: GULF COAST AUTOMOBILES, INC.

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
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CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: _____

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96 JAN 17 PM 2:03
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TALLAHASSEE, FLORIDA

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Myrna Anne Norman
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January 16, 1996

Florida Division of Corporations
DOMESTIC CORPORATE SECTION
 P.O. Box 6327
 Tallahassee, FL 32314

Re: GULF COAST AUTOMOBILES, INC.

Enclosed herewith is one duly executed original and one copy of ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION for the captioned corporation.

Also enclosed is a check in the amount of \$87.50 to cover the cost of filing and one certified copy.

Secretary of State
January 16, 1996
Page 2

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Sincerely,



Myrna Anne Norman
Legal Assistant

