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FILED

95 MAY 25 AM 7:51

SECRETARY OF STATE
TALLAHASSEE FLORIDA

(Requestor's Name)

McCAULEY & PETERS
 ATTORNEYS AT LAW
 36 OAK AVENUE
 PANAMA CITY, FLORIDA 32401

OFFICE USE ONLY

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 -05/25/95- -01075- -012
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
 (Corporation Name) (Document #)
 DICKIE'S TRANSMISSIONS, INC.
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

SDS

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

Examiner's Initials _____

ARTICLES OF INCORPORATION
OF
DICKIE'S TRANSMISSIONS, INC.

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TALLAHASSEE FLORIDA

The undersigned incorporator of these articles of incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is DICKIE'S TRANSMISSIONS, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in the running and operating of any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock, having a par value of \$1.00 per share.

Authorized capital stock may be paid for in cash, services, or property.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - REGISTERED AGENT AND OFFICE

The initial principal office of this corporation is to be at 36 Oak Avenue, Panama City, Florida. The initial registered agent of this corporation shall be Carroll L. McCauley, whose address is 36 Oak Avenue, Panama City, Florida 32401.

ARTICLE VII - DIRECTORS

The corporation shall have three (3) directors initially. The number of directors may be changed from time to time by the by-laws, but shall never be more than five (5).

The names and street addresses of the initial directors, who shall hold office until successors are elected and have qualified, are:

William Rhodes
1619 Delaware Avenue
Lynn Haven, FL 32444

George Stainback
835 Clarence Lane
Panama City, FL 32404

Betsy Stainback
835 Clarence Lane
Panama City, FL 32404

ARTICLE VII - INCORPORATORS

The names and street addresses of the incorporators of the corporation are:

William Rhodes
1619 Delaware Avenue
Lynn Haven, FL 32444

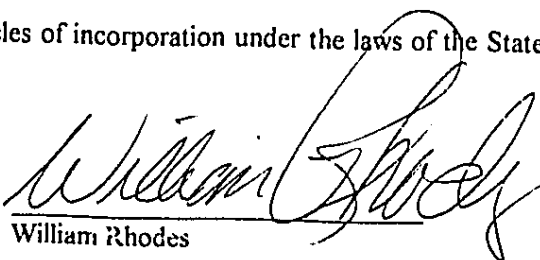
George Stainback
835 Clarence Lane
Panama City, FL 32404

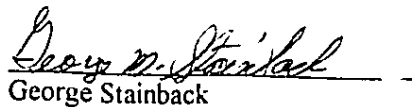
Betsy Stainback
835 Clarence Lane
Panama City, FL 32404

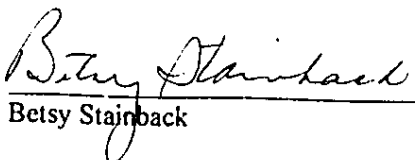
ARTICLE VIII - AMENDMENT

These articles of incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has set his hand and seal,
acknowledged and filed the foregoing articles of incorporation under the laws of the State of
Florida, this 17th day of May, 1995.


William Rhodes

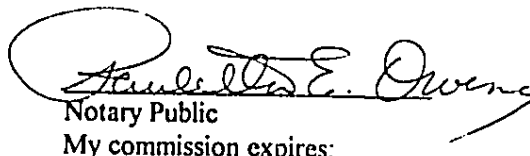

George Stainback

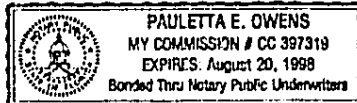

Betsy Stainback

STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME personally appeared William Rhodes, George Stainback, and Betsy Stainback, personally known to me (or who produced Driver License as identification) to be the individuals described in and who executed the foregoing articles of incorporation, and who acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state last aforesaid, this
17th day of May, 1995.


Notary Public
My commission expires:

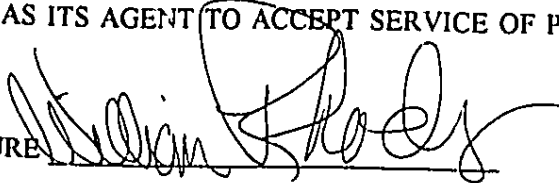


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST, THAT DICKIE'S TRANSMISSIONS, INC. DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT THE CITY OF Panama City, STATE OF Florida, HAS
NAMED Carroll L. McCauley LOCATED AT 36 Oak Avenue, CITY OF Panama City,
STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SIGNATURE



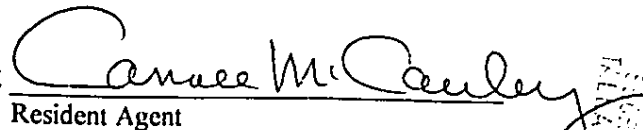
TITLE President

DATE

5/17/95

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.

SIGNATURE


Resident Agent

DATE

5-17-95

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CLERK OF DISTRICT COURT
FLORIDA