

1201 HAYS STREET
TALLAHASSEE, FL 32301
904 933-1111
904 933-1111 FAX

800-342-8866

CSC networks
PRESTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 621518 99222A

AUTHORIZATION :

COST LIMIT : 9 122.50

ORDER DATE : June 16, 1995

800001515598

ORDER TIME : 12:02 PM

ORDER NO. : 621518

CUSTOMER NO: 99222A

CUSTOMER: Ms. Wilma Gallagher
COGGIN-O'STEEN INVESTMENT
CORPORATION
Suite 200
7400 Baymeadows Way
Jacksonville, FL 32256

DOMESTIC FILING

NAME: THE COGGIN USED CARE FACTORY
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

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

T. BROWN

JUN 19 1995

95 JUN 14 PM 2:19
95 JUN 16 AM 10:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE COGGIN USED CAR FACTORY INC.

95 JUN 16 AM 10:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby forms the following named Florida corporation as permitted by Chapter 607, Florida Statutes.

I.

The name of this corporation shall be: The Coggin Used Car Factory Inc.

II.

The general nature of the business to be transacted by this corporation is: to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description, to lend money, to purchase or otherwise deal in commercial paper, including retail installment paper, and to do all things which could be done by a corporation for profit under the laws of Florida, except that this corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share. Such shares shall be divided into Two Thousand (2,000) Class A voting shares and Eight Thousand (8,000) Class B non-voting shares. There shall be no difference between Class A shares and Class B shares, except that Class A shares shall be entitled to one vote per share on each matter upon which shareholders are entitled to vote, and Class B shares shall not be entitled to vote.

IV.

The amount of capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00).

V.

This Corporation is to exist perpetually. Corporate existence shall begin on the date of issuance of the Corporate charter.

VI.

The present post office address of the principal office of this corporation in the State of Florida is 7400 Baymeadows Way, Suite 200, Jacksonville, Florida, 32256. The Board of Directors may from time to time move the principal office to any other address in Florida.

VII.

This corporation shall have two (2) Directors initially. The number of Directors may be increased from time to time by the stockholders, but shall never be less than Two (2) nor greater than Fifteen (15).

VIII.

The names and post office addresses of the members of the first Board of Directors are:

Luther Coggin	7400 Baymeadows Way, Ste. 200
Nancy D. Noble	Jacksonville, Florida 32256
Wilma S. Gallagher	
Charlie (C.B.) Tomm	

IX.

The names of the officers of this corporation, who shall hold office for the remainder of their present terms, or until their successors are elected and have qualified, are as follows:

Luther W. Coggin	President & Chairman
Charlie (C.B.) Tomm	Vice President
Wilma S. Gallagher	Vice President & Secretary
Nancy D. Noble	Vice President & Asst. Secretary

Post office addresses of each officer are stated above.


X.

These Articles of Incorporation may be amended in the manner provided by law on the date of this amendment. In addition to the power to amend hereinabove conferred, these Articles of Incorporation may be amended as hereinafter provided by law.

XI.

By-Laws of the corporation may be adopted, amended or repealed by the shareholders or the Board of Directors. Provided, however, by-laws adopted by the shareholders may not be amended or repealed by the directors.

IN WITNESS WHEREOF, the undersigned, has made and subscribed these Articles of Incorporation, at Jacksonville, Florida, this 15th day of June, 1995, for the uses and purposes aforesaid.


Charlie (C.B.) Tomm

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this 15th day of June, 1995, before me, a Notary Public, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Charlie (C.B.) Tomm to me well known and known to be the person described and who executed the foregoing Articles of Incorporation, and acknowledged before me, under oath, that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid.



DELORES J. STEIL
NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires Dec. 25, 1995
Commission No. CC170230


Notary Public, State of Florida
My Commission Expires: 12-25-95

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

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

The Coggin Used Car Factory Inc., wishing to organize as a
corporation under the laws of the State of Florida with its
principal office, as indicated in the Articles of Incorporation at
City of Jacksonville, County of Duval, State of Florida, has named
Luther Coggin, 7400 Baymeadows Way, Suite 200, Jacksonville,
Florida, 32256, as its agent to accept service of process within
this State.

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By: 

Luther Coggin

(Registered Agent)

FILED
95 JUN 16 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000047339

Automotive Group

November 18, 1996

COGIN MANAGEMENT COMPANY
Jacksonville, FL

COGIN AUTOMOTIVE CORP.
Jacksonville, FL

COGIN PONTIAC-GMC TRUCK
Jacksonville, FL

COGIN NISSAN
Jacksonville, FL

COGIN HONDA
Jacksonville, FL

COGIN ACURA
Jacksonville, FL

SATURN OF REGENCY
Jacksonville, FL

SATURN OF ORANGE PARK
Jacksonville, FL

SATURN OF THE AVENUES
Jacksonville, FL

COGIN KIA
Jacksonville, FL

COGIN MERCEDES-BENZ
HONDA/BMW
FL. Pierce, FL

COGIN-ANDREWS HONDA
Orlando, FL

BAYWAY FINANCIAL SERVICES
Jacksonville, FL

HOLIDAY INN-BAYMEADOWS
Jacksonville, FL

T.G.I. FRIDAYS
Jacksonville, FL

Mr. Buck Kohr
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

7000002018037-1
-12/03/96- 01116-001
*****05.00 *****05.00

RE: CORPORATION ADDRESS CHANGES

Dear Mr. Kohr:

Enclosed is our check for \$805.00 to cover the \$35.00 charge for each of the twenty-three (23) Form CR2B045(1/95) which are enclosed.

We trust this is acceptable rather than submitting a separate check for each request.

If anything further is required in order to change our records, please give me a call.

Many thanks for your help.

Sincerely,

Wilma S. Gallagher
Wilma S. Gallagher
Vice President &
Chief Administrative Officer

Enclosures

96 DEC -2 PM 12:03
RECEIVED
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

NOV 21 AM 10:29

DIVISION OF CORPORATIONS

12/11
For R.O. Change

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: The Caggin Used Car Factory, Inc.

2. The mailing address of the corporation is: P. O. BOX 16469, JACKSONVILLE, FLORIDA 32245

3. Date of incorporation/qualification: 6-16-95

Document number: 095000047339

4. The name and address of the current registered agent and office:

Luther Caggin
7400 baymeadows way, suite 200
JACKSONVILLE, FLORIDA 32256

5. The name and address of the new registered agent and office: (P.O. Box Not Accepted)

Same - did not change
4306 PABLO OAKS COURT
JACKSONVILLE, FLORIDA 32224

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Wilma S. Gallagher
(Signature of an officer, chairman or vice chairman of the board)

11-14-96
(Date)

WILMA S. GALLAGHER, SECRETARY
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

(Signature of Registered Agent)

11-14-96
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)



P95000047339

ACCOUNT NO. : 072100000032
REFERENCE : 319346 99222A
AUTHORIZATION : Patricia Pysit
COST LIMIT : \$ 87.50

ORDER DATE : April 4, 1997

ORDER TIME : 11:39 AM

ORDER NO. : 319346-065

100002134021--0

CUSTOMER NO: 99222A

CUSTOMER: Ms. Wilma Gallagher
Coggin-o'steen Investment
4306 Pablo Oaks Court

Jacksonville, FL 32224

DOMESTIC AMENDMENT FILING

NAME: THE COGGIN USED CAR FACTORY
INC.

EFFECTIVE DATE:

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: Christopher Smith

EXAMINER'S INITIALS:

FILED
97 APR -4 PM 3:51
RECEIVED
97 APR -4 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

Amendment
4/4/97
DZ

**ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION
OF
THE COGGIN USED CAR FACTORY INC.**

FILED
97 APR -4 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. The name of this Corporation is The Coggin Used Car Factory Inc.

B. Resolutions were adopted on December 2, 1996, by the Board of Directors of this Corporation to amend the Articles of Incorporation of this Corporation in their entirety, so that after amendment, the Articles of Incorporation read as follows:

"ARTICLE I - NAME

The name of this Corporation is The Coggin Used Car Factory, Inc.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal place of business and mailing address of this Corporation are 4306 Pablo Oaks Court, Jacksonville, Florida 32224.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one million (1,000,000) shares of voting common stock with a par value of \$1.00 per share.

ARTICLE IV - REGISTERED AGENT AND ADDRESS

The name and address of the registered agent are Luther Coggin, 4306 Pablo Oaks Court, Jacksonville, Florida 32224.

ARTICLE V - INDEMNIFICATION

Directors, officers, employees and agents of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE VI - BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and may from time to time modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present

at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE VII - AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law."

There are no other amendments to the Articles of Incorporation, except as stated above.

C. There are no shareholders of this Corporation. The amendments to the Articles of Incorporation were adopted by the Board of Directors.

IN WITNESS WHEREOF, The Coggin Used Car Factory Inc. has caused these Articles of Amendment to the Articles of Incorporation to be signed in its name by Luther Coggin, a member of the Board of Directors, this 14th day of January, 1997.

THE COGGIN USED CAR FACTORY INC.

By:


Luther Coggin, Director