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NEW FILINGS	AMENDMENTS				
Profit	Amendment				
NonProfit	Resignation of R.A., Offic	er/Director			
Limited Liability	Change of Registered Agent			•	
Domestication	Dissolution/Withdrawal			, :	
Other	Merger				
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OTHER FILINGS	REGISTRATION/ QUALIFICATION				
Annual Report	Foreign			· · · · · · · · · · · · · · · · · · ·	
Fictitious Name	Limited Partnership				
Name Reservation	Reinstatement		D. BROW	N JUL 1 2 1995	
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Other

CR2E031(10/92)

Examiner's Initials

ARTICLES OF INCORPORATION

OF

RODEO DODGE, CHRYSLER, PLYMOUTH, JEEP, EAGLE, INC.

(Section 607.0202, Florida Statutes)

The undersigned, acting as Incorporator of a Corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

- 1. Name. The name of this Corporation is RODEO DODGE, CHRYSLER, PLYMOUTH, JEEP, EAGLE, INC.
- 2. Duration. The period of its duration is perpetual.
- Purpose. The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States and Florida.
- 4. Capital Stock. The Corporation is authorized to issue one hundred (100) shares, all of one class, at One Dollar (\$1.00) par value.
- 5. Principal Office. The address of the principal office and the mailing address of the corporation are as follows:

Principal Office Mailing Address 1442 U.S. Highway 17 South Arcadia, FL 33821 Arcadia, FL 33821 Mailing Address 1442 U.S. Highway 17 South Arcadia, FL 33821

6. Initial Registered Office and Agent. The name and address of the initial registered agent of this Corporation are as follows:

> Eugene E. Waldron, Jr., Esquire 124 North Brevard Avenue Arcadia, Florida 33821

7. Initial Board of Directors. This Corporation shall have One (1) director initially. The name and address of the initial director of this Corporation is:

NAME ADDRESS

LEO FENDICK

3633 Aruba Court Punta Gorda, Florida 33950

8. Incorporator. The name and address of the Incorporator signing these Articles of Incorporation is:

NAME ADDRESS

LEO FENDICK

3633 Aruba Court Punta Gorda, Florida 33950

- 9. Amendment of Articles. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
- 10. Pre-emptive Rights. Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this Corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this Corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the Corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his or her pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 11th day of July, 1995.

> LEO FENDICK Incorporator

STATE OF FLORIDA: COUNTY OF DESOTO:

The foregoing instrument was acknowledged before me this 11th day of July, 1995, by LEO FENDICK, who is personally known to me or who has produced Florida Driver's License as identification.

Official Seal NANCY MOBS Notary Public, State of Florida My comm. expires June J. 1998 Comm. No. CC372183

Notary Public Nancy Moss State of Florida at Large My Commission No. <u>CC372161</u> My Commission Expires:

ACCEPTANCE

Having been named to accept service of process for the abovestated Corporation at the place designated above, I hereby agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 11th day of July, 1995.

EUGÉNE E. WALDRON, JR.

Registered Agent