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LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 658834 90647A

AUTHORIZATION : Patricia Pytk

COST LIMIT : \$ 70.00

ORDER DATE : August 14, 1995

ORDER TIME : 9:15 AM

ORDER NO. : 658834

CUSTOMER NO: 90647A

CUSTOMER: Ms. Sharon Rannebarger
MR. GEORGE V. FAMIGLIO, JR.

P. O. Box 3319

Sarasota, FL 34230

DOMESTIC FILING

NAME: LINCOLN PARK AUTO SALES, INC.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrena Randolph

EXAMINER'S INITIALS:

T. BROWN AUG 16 1995

FILED
95 AUG 16 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LINCOLN PARK AUTO SALES, INC.

FILED
95 AUG 16 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LINCOLN PARK AUTO SALES, INC.

The address of the principal office of this corporation shall be 223 Woodingham Lane, Venice, Florida 34292, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

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

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpotually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Philip V. Auciello Dir.	4725 33rd Street West Bradenton, Florida 34207
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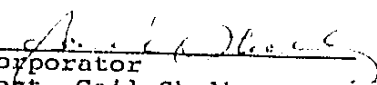
David Brigandi Dir.	223 Woodingham Lane Venice, Florida 34292
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ARTICLE VII. INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

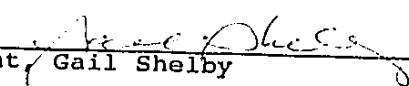
The undersigned Incorporator has executed these Articles of Incorporation on August 15, 1995.



Incorporator
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Its Agent, Gail Shelby
Authorized Service Representative
Corporation Service Company

DBC/sbr