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8/29/95 9:31 AM  
FLORIDA DIVISION OF CORPORATIONS  
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STATE OF FLORIDA  
409 EAST GAINES STREET LEEsburg FL 00000-0000  
TALLAHASSEE, FL 32399 CONTACT: DAREN A DAVIS  
FAX: (904) 922-4000 PHONE: (904) 326-3455  
FAX: (904) 365-0055  
(((1195000009528))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION  
OR P.A.

NAME: PLAZA MAZDA, INC.  
FAX AUDIT NUMBER: 1195000009528 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 08/29/1995 TIME REQUESTED: 09:31:28  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX  
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20:11:11 02 08/29/95

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**ARTICLES OF INCORPORATION  
OF  
Plaza Mazda, Inc.**

The undersigned natural person, of legal age, acting as incorporator under the Florida General Corporation Act, adopts the following articles of Incorporation for such corporation:

**ARTICLE I**

The name of this corporation shall be Plaza Mazda, Inc.

**ARTICLE II**

The period of duration of the corporation is perpetual.

**ARTICLE III**

**Purposes**

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

**ARTICLE IV**

**Authorized Shares**

The aggregate number of shares that the corporation shall have the authority to issue is 7500 shares of capital stock with a par value of \$1.00 per share.

**ARTICLE V**

**Subscribers, Incorporators**

The name and address of the Subscriber and Incorporator is:  
Joseph H. Nolette, 8925 U. S. Highway 441, Leesburg, FL 34788

**ARTICLE VI**

**Directors**

Document Prepared By:  
H.D. Robuck, Jr., Esquire  
Florida Bar #143815  
MCLIN, BURNSED, MORRISON,  
JOHNSON & ROBUCK, P.A.  
610 East Main Street  
Leesburg, FL 34748  
(904) 326-3455

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A. The business of the corporation shall be managed initially by a board of not less than one director. The number of directors may be, as provided in the bylaws, increased but shall never be less than one director.

The name and address of the initial Director is:

Joseph H. Nolette, 8925 U. S. Highway 441, Leesburg, FL 34788

#### ARTICLE VII

##### Effective Date

The corporate existence shall begin on the date these Articles are filed with the Secretary of State.

#### ARTICLE VIII

##### Registered Office and Registered Agent


The address of the initial registered office of this corporation is

8925 U. S. Highway 441, Leesburg, FL 34788

The name of the Registered Agent of this corporation is Joseph H. Nolette, at the above office address. The address of the principal office of the corporation is the same as the address of the registered office.

IN WITNESS WHEREOF, the undersigned, being the Incorporator, certifies to the truth of the facts herein stated this 28th day of

August, 1995.

  
Joseph H. Nolette, Subscriber

STATE OF FLORIDA  
COUNTY OF LAKE

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, Joseph H. Nolette, who is personally known to me and after being duly cautioned and sworn, did depose and say that he has affixed his name to the foregoing Articles of Incorporation of Plaza Mazda, Inc., as the original subscriber to said corporation, for the purposes therein expressed.

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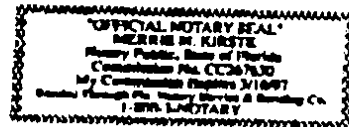
1195000009528

WITNESS my hand and official seal at Leesburg, County of Lake, State of Florida, this 28<sup>th</sup> day of August A.D., 1995.

Merrilee M. Kurste  
Notary Public  
My Comm. Exp.: \_\_\_\_\_

ACCEPTANCE BY REGISTERED AGENT:

Joseph H. Nolette  
Joseph H. Nolette



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TALLAHASSEE, FLORIDA

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9/25/95 FLORIDA DIVISION OF CORPORATIONS 3:56 PM  
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DEPARTMENT OF STATE 610 E. MAIN ST.  
STATE OF FLORIDA  
409 EAST GAINES STREET LEESBURG FL 00000-00001-0000  
TALLAHASSEE, FL 32399 CONTACT: DAREN A DAVIS  
FAX: (904) 922-4000 PHONE: (904) 326-3455  
FAX: (904) 365-0055  
(((H95000010717))) DOCUMENT TYPE: BASIC AMENDMENT  
NAME: PLAZA MAZDA, INC.  
FAX AUDIT NUMBER: H95000010717 CURRENT STATUS: REQUESTED  
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10-10-95

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FIRST AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
PLAZA MAZDA, INC.

TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Business Corporation Act, the Certificate of Incorporation of PLAZA MAZDA, INC., heretofore approved and filed in the Office of the Secretary of State, State of Florida, on August 29, 1995, is hereby amended in the following particular:

"ARTICLE I. The name of this corporation shall be NOLETTE MOTORS, INC."


CERTIFICATE OF APPROVAL OF AMENDMENT OF  
ARTICLES OF INCORPORATION  
OF  
PLAZA MAZDA, INC.

We, the undersigned, being the President and Secretary, respectively, of PLAZA MAZDA, INC, hereby certify that the Board of Directors of the corporation did unanimously approve and recommend, on the 25th day of September, 1995, at a meeting duly called for that purpose, that the Articles of Incorporation of PLAZA MAZDA, INC, heretofore filed and approved in the office of the Secretary of State, State of Florida, on the 29th day of August, 1995, be amended in the manner set forth above without shareholder action, such shareholder action not being required by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the corporation has caused this Amendment to be signed in its name by its President/Secretary and the corporate seal to be affixed, this 25th day of Sept, 1995.

  
Joseph H. Nolette, President

ATTEST:

  
Joseph H. Nolette, Secretary & Sole Director

STATE OF FLORIDA  
COUNTY OF LAKE

Document prepared by:

H. D. Robuck, Jr., Esq.

McLin, Burnsed, Morrison, Johnson & Robuck, P.A.

610 East Main Street

Leesburg, FL 34748 (904) 326-3455

FL Bar #143815

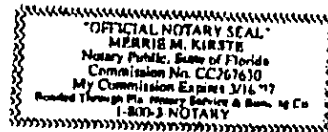
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BEFORE ME, the undersigned authority, personally appeared Joseph H. Nolette, who is personally known to me or who produced \_\_\_\_\_ as identification and who subscribed the above First Amendment to the Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, in the County and State aforesaid this 25th day of Sept, 1995.

Merris M. Kirste  
Notary Public  
My Comm. Expires:



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