

P96000007745
(SAMPLE LETTER OF TRANSMITTAL)

Date
January 10, 1986

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: C+M Auto Sales of St. Cloud, Inc.
(name of corporation)

FILED
JAN 13 1986
TALLAHASSEE, FL

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

000001694620
-01/22/86--01049--018
****122.50 ****122.50

Mike Scott
(individual's name)

C+M Auto Sales of St. Cloud Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
520 13th Street		
St. Cloud, FL 34769		
PHONE		
(907)	891-0099	
Area Code	Number	Ext.

ARTICLES OF INCORPORATION

of C&M Auto Sales of St. Cloud, Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME
The name of the corporation is: C&M Auto Sales of St. Cloud, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Ten thousand shares (10,000) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Mike Scott</u>		
ADDRESS	<u>520 13th Street</u>		
CITY	<u>St. Cloud</u>	FLORIDA	ZIP <u>34769</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>C&M Auto Sales of St. Cloud Inc.</u>		
ADDRESS	<u>520 13th Street</u>		
CITY	<u>St. Cloud</u>	FLORIDA	ZIP <u>34769</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Mike Scott - President</u>		
ADDRESS	<u>4510 Pinetree Drive</u>		
CITY	<u>St. Cloud</u>	STATE <u>FL</u>	ZIP <u>34772</u>
NAME	<u>Chris Krueg</u>		
ADDRESS	<u>970 SW 5th Street</u>		
CITY	<u>Deer Park</u>	STATE <u>FL</u>	ZIP <u>33496</u>
NAME	<u>Timothy Shaffer</u>		
ADDRESS	<u>957 Whisler Court</u>		
CITY	<u>St. Cloud, FL</u>	STATE <u>FL</u>	ZIP <u>33434</u>

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Mike Scott - President		
ADDRESS	4510 Pinetree Drive		
CITY	St. Cloud	STATE	FL ZIP 34772
NAME	Chris Krug - Vice President		
ADDRESS	970 SW 5th Street		
CITY	Boca Raton	STATE	FL ZIP 33486
NAME	Timothy Shaffer		
ADDRESS	957 Whelan Court		
CITY	St. Cloud	STATE	FL ZIP 34784

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of _____, 19____.

(Seal)

(Seal)

(Seal)

STATE OF FLORIDA)
COUNTY OF OSCEOLA) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

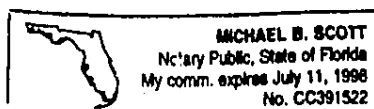
+ <u>[Signature]</u> Signature	<u>262-49-5301</u> Form of Identification
+ <u>[Signature]</u> Signature	<u>333-70-8871</u> Form of Identification
+ <u>Mike Scott</u> Signature	<u>216-52-6192</u> Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that _____ executed these Articles of Incorporation, that I relied upon the form _____ of identification of the above named person _____ as indicated opposite each name, and that an oath was not taken.

NOTARY RUBBER STAMP SEAL

Witness my hand and official seal in the County and State last aforesaid this _____ day of JAN, 1996

[Signature]
Notary Signature
MICHAEL B. SCOTT
Printed Notary Signature



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

C + M Auto Sales of St. Cloud, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 520 13th Street
St. Cloud, FL 34764

has named Mike Scott
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

+ Mike Scott
MIKE (registered agent)

FILED
JUN 22 4 10 47
1995