

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-0171  
904-222-0172

800-222-0086



RECEIVED  
JAN 20 PM 12  
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 819512 9571A

AUTHORIZATION :

COST LIMIT :

*Patricia Pyzdek*

ORDER DATE : January 25, 1996

ORDER TIME : 11:27 AM

ORDER NO. : 819512

CUSTOMER NO: 9571A

CUSTOMER: Doris V. Vincent, Legal Asst  
RICHARD D. SNEED, ESQ

800001659298

Mardi Executive Center, #206  
1905 25th Street, South  
Fort Pierce, FL 34947

DOMESTIC FILING

NAME: DIFRANCESCO AUTO SALES, INC.

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CAROL HENSAL

EXAMINER'S INITIALS:

T. BROWN JAN 26 1996

FILED  
96 JAN 26 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
96 JAN 26 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
DIFRANCESCO AUTO SALES, INC.

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:

DIFRANCESCO AUTO SALES, INC.

The address of the principal office of this corporation shall be 3345 Okeechobee Road, Ft. Pierce, Florida 34954, 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 perpetually.

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:

Anthony Difrancesco Dir.	355 Smallwood Avenue Ft. Pierce, Florida 34954
Linda French Dir.	8305 Pensacola Road Ft. Pierce, Florida 34951

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Anthony DiFrancesco Pres.	355 Smallwood Avenue Ft. Pierce, Florida 34954
Linda French V.Pres./Sec./Treas.	8305 Pensacola Road Ft. Pierce, Florida 34951


ARTICLE VIII. INCORPORATOR

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on January 26, 1996.

CORPORATION SERVICE COMPANY

By:   
Its Agent, Gail Shelby

FILED  
96 JAN 26 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*  
Its Agent Gail Shelby 2

HBD/cmh

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-492-8000  
P960000008495  
FILED

96 FEB 13 AM 8:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



ACCOUNT NO. : 072100000032  
REFERENCE : A44694 95710  
AUTHORIZATION :  
COST LIMIT : \$ FPD

ORDER DATE : February 13, 1996  
ORDER TIME : 9:59 AM  
ORDER NO. : 844694  
CUSTOMER NO: 95710

700001714127  
-02/14/96--01001--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

CUSTOMER: Richard D. Sneed, Esq  
RICHARD D. SNEED, ESQ  
  
Mardi Executive Center, #206  
1905 25th Street, South  
Fort Pierce, FL 34947

DOMESTIC FILING

NAME: DIFRANCESCO AUTO SALES, INC.

EFFECTIVE DATE:

XX amendment ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GWEN BUTLER

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
96 FEB 13 PM 3:13  
DIVISION OF CORPORATION

N. HENDRICKS FEB 13 1996

**ARTICLES OF AMENDMENT OF  
DIFRANCESCO AUTO SALES, INC.**

**FILED**  
96 FEB 13 AM 8:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to *Florida Statutes* §607.1003(6), an amendment to the Articles of Incorporation of the above-named Corporation, having fewer than thirty-five shareholders, was recommended by the Board of Directors of this Corporation, and that all shareholders entitled to vote on the amendment have approved the amendment as evidenced by their signatures on these Articles of Amendment. The Articles of Incorporation of DIFRANCESCO AUTO SALES, INC., are hereby amended to read as follows:

1. Article VI is to be restated in its entirety as follows:

**ARTICLE VI.  
DIRECTORS**

The names and addresses of the initial members of the Board of Directors are:

Linda French, Director	8305 Pensacola Road Fort Pierce, FL 34951
Malfalda DiFrancesco, Director	3306 Meadow Lane Fort Pierce, FL 34947

2. Article VII is to be restated in its entirety as follows:

**ARTICLE VII.  
OFFICERS**

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, , or until their successors are elected or appointed are:

Linda French, President	8305 Pensacola Road Fort Pierce, FL 34951
Malfalda DiFrancesco, Vice President, Secretary/Treasurer	3306 Meadow Lane Fort Pierce, FL 34947

3. The foregoing amendment was adopted by all of the shareholders entitled to vote thereon, pursuant to *Florida Statutes* §607.1003(6) at a special meeting on February 10, 1996, for which notice of the change to be made was given.

IN WITNESS WHEREOF, we, the undersigned executed these Articles of Amendment this 12th day of February A.D., 1996.

DIFRANCESCO AUTO SALES, INC.,  
a Florida corporation

By: Linda French  
LINDA FRENCH, President

By: Linda French  
LINDA FRENCH, Sole Stockholder

STATE OF FLORIDA  
COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this 12th day of February A.D., 1996, by LINDA FRENCH as President and individually as the Sole Shareholder of DIFRANCESCO AUTO SALES, INC., a Florida corporation, on behalf of the corporation, who [ ] is personally known to me or [ ☒ ] produced her Florida driver's license.

Doris V. Vincent  
Doris V. Vincent  
Notary Public  
State of Florida at Large  
Commission No.  
My Commission Expires

