

LAW OFFICES
MARTIN SACK, JR.

896000009394

2004 PARK STREET
JACKSONVILLE, FLORIDA 32204
904 887-0000

January 23, 1996

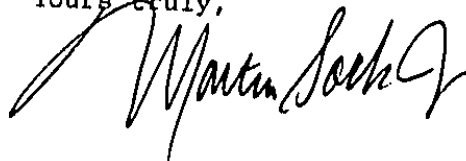
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Gentlemen:

I enclose for filing Articles of Incorporation and Designation of Registered Agent of River City Auto Finance Corporation, together with check to your order in the sum of \$122.50 as follows:

Filing of Articles of Incorporation	35.00
Filing of Designation of Registered Agent	35.00
Certified Copy of Articles of Incorporation	52.50
	<u>\$122.50</u>

Yours truly,



EFFECTIVE DATE
1-23-96

MSjr/h1
Enclosures

cc: River City Auto Finance Corporation

JAN 30 1996 358

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****122.50 ****122.50

FILED
96 JAN 26 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
RIVER CITY AUTO FINANCE CORPORATION

FILED

96 JAN 26 PM 1:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I

The name of the corporation is:

River City Auto Finance Corporation

EFFECTIVE DATE

1-23-96

II

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

33 E. 3rd Street, Jacksonville, Florida 32206

III

The number of shares the corporation is authorized to issue is:

10,000 shares, Common, \$1.00 par value per share

IV

The street address of the corporation's initial registered office and
the name of its initial registered agent at that office is:

Martin Sack, Jr.
2064 Park Street, Jacksonville, Florida 32204

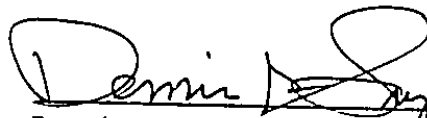
V

The name and address of each incorporator is:

Dennis G. Simpson
33 E. 3rd Street, Jacksonville, Florida 32206

EFFECTIVE DATE OF BEGINNING OF CORPORATE EXISTENCE:

January 23, 1996



Dennis G. Simpson

Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: River City Auto Finance Corporation

2. The name and address of the registered agent and office is:

Martin Sack, Jr.

(NAME)

2064 Park Street

(P.O. BOX NOT ACCEPTABLE)

Jacksonville, Florida 32204

(CITY/STATE/ZIP)

FILED
95 JAN 26 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE

Dennis D. Sack
(corporate officer)

TITLE

President

DATE

January 23, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Martin Sack Jr.

DATE

January 23, 1996

REGISTERED AGENT FILING FEE: \$35.00