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James E. Johnson II

February 29, 1996

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

800001731268  
-03/04/96--01105--004  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Fine Ride Auto Sales, Inc.  
Articles of Incorporation

Gentlemen:

Enclosed please find the executed Articles of Incorporation for Fine Ride Auto Sales, Inc.. Please file the Articles and return confirmation of the filing to our office in the enclosed stamped, return envelope. Also enclosed is check #5991 for \$122.50 for the filing fee.

Sincerely,

*James E. Johnson II*

James E. Johnson II

JEJ/klk  
Enclosure

FILED  
03 MAR - 4 AM 8:59  
TALLAHASSEE, FLORIDA

SN MAR - 6 1996

**ARTICLES OF INCORPORATION  
OF  
FINE RIDE AUTO SALES, INC.**

FILED  
95 MAR -6 AM 8:59  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person, competent to contract, and hereby forms a Corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the Corporation shall be FINE RIDE AUTO SALES, INC..

**ARTICLE II - NATURE OF BUSINESS**

The purpose of this Corporation is to engage in every aspect of the purchasing and selling of used cars and engaging and transacting 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 time is 100 shares of common stock, each share having \$.10 par value per share.

**ARTICLE VI - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the original registered office of this corporation shall be 5750 Park Boulevard, Pinellas Park, Florida 34665, and the name of the initial registered agent of this Corporation at that address is WILLIAM F. KELSHAW, JR..

**ARTICLE VI - DIRECTORS**

The number of Directors may be increased from time to time in the manner set forth in the By-Laws, but the number of Directors shall never be less than two (2).

**ARTICLE VII - INITIAL DIRECTORS AND OFFICERS**

The name and street address of the first Board of Directors who shall hold office until their successors are elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM F. KELSHAW, JR.	5750 Park Boulevard Pinellas Park, FL 34665
GREGORY KLEIN	5750 Park Boulevard Pinellas Park, FL 34665

These persons named as Directors of the Corporation are of full age and residents of the United States.

**ARTICLES VIII - INITIAL OFFICERS**

The Corporation's initial officers shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM F. KELSHAW, JR. President/Treasurer	5750 Park Boulevard Pinellas Park, FL 34665
GREGORY KLEIN Vice President/Secretary	5750 Park Boulevard Pinellas Park, FL 34665

**ARTICLE IX - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is WILLIAM F. KELSHAW, JR., whose address is 5750 Park Boulevard, Pinellas Park, Florida 34665.

**ARTICLE X - BY-LAWS**

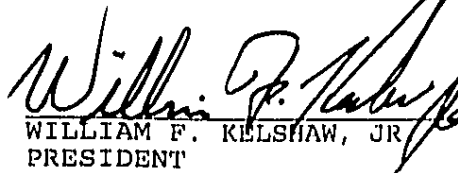
The initial By-Laws of the Corporation shall be adopted by the Board of Directors at the organizational meeting; thereafter the

power to adopt, alter, amend or repeal the By-Laws shall be vested in the Shareholders of the Corporation.

**ARTICLE XI - PRINCIPAL OFFICE**

The principal office of this Corporation shall be 5750 Park Boulevard, Pinellas Park, Florida 34665.

IN WITNESS WHEREOF, we have hereunto set our hands and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 29<sup>th</sup> day of February, 1996.

 PRES.  
WILLIAM F. KELSHAW, JR.  
PRESIDENT

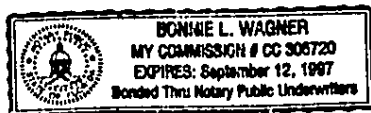
STATE OF FLORIDA )  
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared WILLIAM F. KELSHAW, JR., to me well known to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State of named above this 29<sup>th</sup> day of February, 1996.

  
NOTARY PUBLIC

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.

WILLIAM F. KELSHAW, JR.

In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted in compliance with said Act:

That FINE RIDE AUTO SALES, INC., desiring to organize  
under the laws of the State of Florida with its principal office,  
as indicated in the Articles of Incorporation at City of Pinellas  
Park, County of Pinellas, State of Florida, has named WILLIAM F.  
KELSHAW, JR. located at 5750 Park Boulevard, Pinellas Park, Florida  
34665, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-  
stated Corporation, at place designated in this certificate, I  
hereby accept to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.

  
WILLIAM F. KELSHAW, JR.  
as Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 MAR -4 AM 8:59

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