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Saundra Durrence  
Attorney at Law

11800 North U.S. Highway 27  
Ocala, Florida 34482-1040

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March 12, 1996

Department of State  
Division of Corporations  
409 E. Gaines Street  
George Firestone Building  
Tallahassee, Florida 32399

7000001791857  
03/13/96 11:00:00  
\*\*\*122.50 \*\*\*122.50

Re: J. F. W. Auto Finance Corporation

Gentlemen:

Pursuant to Florida Statute 607 of the Florida General Corporation Act, please find enclosed an original and one copy of the Articles of Incorporation of J.F.W. Auto Finance Corporation, together with an original and one copy of the executed Certificate designating registered agent and office, and a check in the amount of \$122.50, representing payment of the filing fee, registered agent fee, and certified copy.

*Air Express*  
I am enclosing a self-addressed, ~~stamped~~ envelope for your convenience in returning the certified copy and certificate of incorporation to me.

Thank you for your prompt attention to this matter.

Very truly yours,

*Saundra*  
Saundra Durrence

SD:lr

Encs.

FILED  
96 MAR 13 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AL MAR 18 1996

ARTICLES OF INCORPORATION  
OF  
J. F. W. AUTO FINANCE CORPORATION

FILED  
96 MAR 13 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

I.

The name of the corporation is:

J. F. W. AUTO FINANCE CORPORATION.

II.

The general nature of the business to be transacted is the providing of floor plans to auto dealers and any and all connected activities permitted by law.

III.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,200 shares.

IV

The names and address of the initial registered agent is:  
Saundra Durrence, 11600 North U.S. Highway 27, Ocala, Florida  
34482-1040.

V

The corporation shall have perpetual existence.

VI

The principal place of business of the corporation shall be  
4442 W. Colonial Drive, Orlando, Florida 32808, or at such other  
place as the Board of Directors may choose.

VII

The initial number of directors of the Corporation shall be  
one.

VIII

The name and address of the first director of the Corporation  
is:

Jeff F. Walden

11585 North U.S. Highway 27,  
Ocala, Florida 34482-1040

The names and post office addresses of each subscriber of the Certificate of Incorporation is as follows:

Jeff F. Walden                      11585 North U.S. Highway 27  
Ocala, Florida 34482-1040              1,200 shares

IN WITNESS WHEREOF, I have hereunto set my hand and seal  
this 12<sup>th</sup> day of March, 1996.

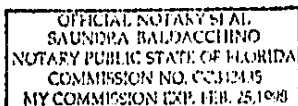
STATE OF FLORIDA    )  
                                  ) SS:  
COUNTY OF MARION    )

Jeff F. Walden  
Jeff F. Walden

Personally appeared before me, the undersigned authority, JEFF F. WALDEN, to me known and known to me to be the incorporator described in the foregoing Certificate of Incorporation of J. F. W. AUTO FINANCE CORPORATION, and he acknowledged the same, and after being by me duly sworn, upon his oath, he did depose and say that it is intended in good faith to carry out the purpose and objects set forth herein.

Sworn to and subscribed before me this 12 day of March, 1996.

Saundra Baldacchino  
Notary Public



Jeff F. Walden  
Jeff F. Walden

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

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

FIRST: That J.F.W. Auto Finance Corporation, desiring to  
organize under the laws of the State of Florida with its principal  
office, as indicated in the Articles of Incorporation at the City  
of Ocala, County of Marion, State of Florida, has named SAUNDRA  
DURRENCE, located at 11600 North U.S. Highway 27, Ocala, Florida,  
34482-104, as its agent to accept service of process within this  
state.

ACKNOWLEDGMENT:

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

By Saundra Durrence  
Resident Agent

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96 MAR 13 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA