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JACKSON D. MILLER, III
ATTORNEY AT LAW
701 11TH STREET WEST
BRADENTON, FLORIDA 34205
Telephone: 941-748-4000
Fax: 941-740-8200

March 14, 1996

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

501000011745-1224
-03/15/96--01111--0020
****122.50 ****122.50

Re: Top Cars and Trucks of Bradenton, Inc.
Articles of Incorporation

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is my check in the amount of \$122.50 representing the fee for the following:

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

Please return the certificate of filing and the certified copy of the Articles of Incorporation to this office.

Very sincerely yours,

Jackson Miller

Jackson D. Miller, III

JDM/ksh

Enc.

FILED
95 MAR 20 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3-20-96
TB



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 20, 1996

JACKSON D. MILLER III
701 11TH STREET WEST
BRADENTON, FL 34205

SUBJECT: TOP CARS AND TRUCKS OF BRADENTON, INC.
Ref. Number: W96000005989

We have received your document for TOP CARS AND TRUCKS OF BRADENTON, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 796A00012726

ARTICLES OF INCORPORATION
OF

TOP CARS AND TRUCKS OF BRADENTON, INC.

We, the undersigned, acting as the incorporators of a corporation under the Laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this Corporation is Top Cars and Trucks of Bradenton, Inc.

ARTICLE II

Term of Existence

This Corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE III

Purposes

The purpose this corporation is to transact any or all lawful businesses for which corporations may be incorporated under Chapter 607 Florida Statutes, including but not limited to the sale of new and used cars and trucks, and other germane matters.

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SECRET
TALLAHASSEE, FLORIDA

ARTICLE IV
Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of common stock of a par value of Ten Dollars (\$10.00) a share.

ARTICLE V
Registered Office and Registered Agent

The initial registered agent for this corporation is DONALD K. WINTER, and the initial registered office is located at 5919 15th Street East, Bradenton, Florida 34203.

ARTICLE VI
Number of Directors

The number of Directors of this Corporation shall not be less than one at any time and shall be such number as prescribed in the By-Laws of this Corporation from time to time and which maximum number shall not exceed the provisions of Florida law. The Directors shall be elected or appointed according to the By-Laws of this Corporation. The names and addresses of the Directors of this Corporation at the time of its incorporation is:

NAME	ADDRESS
MARIANNE PAYNE	7823 Santa Fe Street Fontana, CA

ARTICLE VII
Initial Directors

The name and street address of each member of the first Board of Directors is:

MARIANNE PAYNE	7823 Santa Fe Street Fontana, CA
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ARTICLE VIII

Incorporators

The names and street addresses of the incorporators are:

MARIANNE PAYNE	7823 Santa Fe Street Fontana, CA
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ARTICLE IX

Officers

The initial officers of the Corporation shall be:

NAME

OFFICE

MARIANNE PAYNE	President/Vice President/ Secretary/Treasurer
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ARTICLE X

Voting

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation and the Bylaws of this corporation with not less than a two-thirds (2/3) vote of the

outstanding and issued common stock.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at Bradenton, Manatee County, Florida, on the 13 day of MARCH, 1996.

Signed, Sealed and Delivered in the Presence of:

n/a

Marianne Payne (SEAL)
MARIANNE PAYNE

MARIANNE PAYNE
Printed Name of Witness

n/a

Printed Name of Witness
As to the signature of the Director

STATE OF FLORIDA
COUNTY OF MANATEE

See attached

BEFORE ME, the undersigned authority, personally appeared **MARIANNE PAYNE**, who executed the foregoing Articles of Incorporation, and who is personally known to me _____, or who produced _____ as identification, and she acknowledged the execution thereof to be her free act and deed for the purposes therein mentioned.

WITNESS my hand and official seal at said County and State this _____ day of _____, 1996.

My Commission Expires:

NOTARY PUBLIC

Printed Name of Notary

**CERTIFICATE OF REGISTERED OFFICE
AND DESIGNATION OF REGISTERED AGENT**

In pursuance of Chapter 607.034, Florida Statutes, the following is submitted, in compliance with said Act:

1. The Principal Office of TOP CARS AND TRUCKS OF BRADENTON, INC., a Corporation duly organized and existing under the Laws of the State of Florida is 5919 15th Street East, Bradenton, Florida 34203.

2. The Registered Office of this Corporation is: 5919 15th Street East, Bradenton, Florida 34203.

3. The Registered Agent of this Corporation is:

NAME

ADDRESS

DONALD K. WINTER

5919 15th St. East
Bradenton, FL 34203

4. The name and address and respective office of each of the officers of this Corporation are:

NAME

MARIANNE PAYNE

ADDRESS7023 Santa Fe Street
Fontana, CA 92335**OFFICE**Pres/Vice Pres/
Sec/TreasTOP CARS AND TRUCKS OF
BRADENTON, INC.

By:

Marianne Payne
MARIANNE PAYNE, President**ACKNOWLEDGEMENT AND ACCEPTANCE**

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

Donald K. Winter
DONALD K. WINTER
Registered AgentFILED
96 MAR 20 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

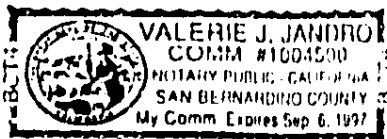
NO. 1007

State of California
County of San Bernardino

On 3-13-96 before me, Valerie J. Jandro, Notary Public
DATE NAME, TITLE OF OFFICER, E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared Marianne Payne
NAME OF PERSON(S)

☐ personally known to me - OR - ☒ proved to me on the basis of satisfactory evidence to be the person ☒ whose name ☒ is/~~are~~ subscribed to the within instrument and acknowledged to me that ~~he~~/she/~~they~~ executed the same in ~~his~~/her/~~their~~ authorized capacity~~(ies)~~, and that by ~~his~~/her/~~their~~ signature~~s~~ on the instrument the person~~or~~, or the entity upon behalf of which the person~~s~~ acted, executed the instrument.



WITNESS my hand and official seal

Valerie J. Jandro
SIGNATURE OF NOTARY

FILED
95 MAR 20 AM 9 37
CLERK OF SUPERIOR COURT
SAN BERNARDINO COUNTY, CALIF.

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER

- ☐ INDIVIDUAL
☒ CORPORATE OFFICER
PRESIDENT
TITLE(S)
- ☐ PARTNER(S) ☐ LIMITED
☐ GENERAL
- ☐ ATTORNEY-IN-FACT
☐ TRUSTEE(S)
☐ GUARDIAN/CONSERVATOR
☐ OTHER: _____

DESCRIPTION OF ATTACHED DOCUMENT

Articles of Incorporation
TITLE OR TYPE OF DOCUMENT

six
NUMBER OF PAGES

3-13-96
DATE OF DOCUMENT

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

none
SIGNER(S) OTHER THAN NAMED ABOVE

P96000026333

INCLUDED IS CHECK FOR

FILING FEE	35.00
1 CERTIFIED COPY OF DISSOLUTION	52.50
CERTIFICATE OF STATUS	8.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUN 30 PM 4:04

FILED

Thank you
Marianne Payne

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-06/30/97--01024--009
*****96.25 *****96.25

MARRIANNE PAYNE
7823 SANTA FE ST.
FONTANA CA 92336

Vol. Diss.

VQW7-7-97

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is Top Cars and Trucks
of Bradenton, Inc.

SECOND: The articles of incorporation were filed on: March 20, 1996

THIRD: (CHECK ONE)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☒ A majority of the incorporators authorized the dissolution.

☐ A majority of the directors authorized the dissolution.

Signed this _____ day of June, 19 97

Signature

Marianne Payne

(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Marianne Payne

(Typed or printed name)

President

(Title)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUN 30 PM 4:04

FILED