P96000027751

CITY OF PALMS AUTO SALES
3445 PALM BCH BLVD.
FT. MYERS, FL 33916

Date 3-21-96

600001756156
-03/25/96--01072--017
****122.50 ****122.50

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

Re City of Palms Auto Sales, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of $ 122.50

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fees for Registered Agent Designation for the above named corporation.

FILED
96 MAR 25 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Very truly yours,

(individual's name)

City of Palms Auto Sales Inc.
(name of corporation)

3/29/96
TD

ARTICLES OF INCORPORATION

of

City of Palms Auto Sales Inc.
(name of corporation)

FILED 95 MAR 25 AM 1:30 SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: City of Palms Auto Sales Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Hundred shares (100) of One Dollar(s) ($ 1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:
The Corporations principal office and mailing address is:

NAME	James T MacDonald		
ADDRESS	3445 Palm Bch Blvd		
CITY	FT Myers	FLORIDA FLA	ZIP 33916

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	James T MacDonald		
ADDRESS	3445 Palm Bch Blvd		
CITY	FT Myers	STATE FLA	ZIP 33916
NAME	Teresa MacDonald		
ADDRESS	3445 Palm Bch Blvd		
CITY	FT Myers	STATE FLA	ZIP 33916
NAME			
ADDRESS			
CITY		STATE	ZIP

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(name of corporation)

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TALLAHASSEE, FLORIDA

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:
The Corporations principal office and mailing address is:

NAME	James Elliot Donald		
ADDRESS	3445 Palm Bch Blvd		
CITY	FT Myers	FLORIDA Fla	ZIP 33916

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CITY	FT Myers	STATE Fla	ZIP 33916
NAME	Teresa MacDonald		
ADDRESS	3445 Palm Bch Blvd		
CITY	FT Myers	STATE Fla	ZIP 33916
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

NAME James T MacDonald		
ADDRESS [illegible] Blvd.		
CITY Ft Myers	STATE Fla	ZIP [illegible]
NAME [illegible] MacDonald		
ADDRESS [illegible] Blvd		
CITY Ft Myers	STATE Fla	ZIP [illegible]
NAME		
ADDRESS		
CITY	STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this ______ day of ____________________ 19 ____.

x James T MacDonald (Seal)

______________________________ (Seal)

______________________________ (Seal)

STATE OF FLORIDA)
COUNTY OF LEE) SS

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

JAMES T. MAC DONALD

FL DL M235-458-44-364-0

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that HE executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 21ST day of MARCH 19 96.

Lisa A. Clark

(Notary Public, State of Florida at Large)

My commission expires 1-4-99

(Notary Seal)

LISA A. CLARK
MY COMMISSION # CC 431469
EXPIRES: January 4, 1999
Bonded Thru Notary Public Underwriters

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

City of Palms Auto Sales Inc
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 2445 Palm Bch Blvd
FT Myers FL 33916

has named James T MacDonald,

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

FILED
95 MAR 25 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT

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

James T MacDonald
(registered agent)

6457