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March 28, 1996

SECRETARY OF STATE  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

500001771155  
-04/05/96--01079--011  
\*\*\*\*122.50 \*\*\*\*122.50

SENT BY OVERNIGHT DELIVERY

RE: FORMATION OF ABC AUTO SALES, INC.

Dear Sir or Madam:

I enclose herein my check made payable to you in the amount of \$122.50 for payment of the following:

1. Filing Fee
2. Certified Copy of the Articles of Incorporation
3. Registered Agent Fee

I also enclose the ARTICLES OF INCORPORATION OF ABC AUTO SALES, INC., a corporation for profit.

Should you need any further information or any additional fees, please call me collect. If all is in order, please form the Corporation and return a certified copy of the Articles and a Certificate of Incorporation to my office at your earliest convenience.

Thank you for your prompt attention to this matter.

VERY TRULY YOURS,  
PETERSON & PETERSON

*Joyce Courtney-Peterson*  
JOYCE COURTNEY-PETERSON

JCP/mc  
Encl. as indicated

196-7879

96 APR 19 PM 10:23  
RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32399

GB 4/19/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

APR 11 1996  
9:11 PM  
1996  
11:00 AM

April 11, 1996

JOYCE COURTNEY-PETERSON  
2900 LAKE WASHINGTON RD SUITE 1  
MELBOURNE, FL 32935-3465

SUBJECT: ABC AUTO SALES, INC.  
Ref. Number: W96000007879

We have received your document for ABC AUTO SALES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6931.

Garrett Blanton  
Document Specialist

Letter Number: 596A00016675

ARTICLES OF INCORPORATION

96 APR 19 PM 4:23

OF  
ABC AUTO SALES ~~X~~ OF BREUARD, INC.

\*\*\*\*\*

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

ARTICLE I. NAME

The name of the corporation shall be:

ABC AUTO SALES ~~X~~ OF BREUARD, INC.

The principal place of business of this corporation shall be:

6959 Nasa Blvd., West Melbourne, Florida 32904.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact 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 one time is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 6959 Nasa Blvd., West Melbourne, Florida 32904, and the initial registered agent of the Corporation is

MICHAEL E. WATERMAN.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporator that this corporation will qualify under The Internal Revenue Code as a Subchapter S Corporation and will seek the assistance of an Accountant to apply for and obtain all necessary documentation to that effect to qualify for all benefits available to said corporation and to meet with minimum requirements necessary to obtain the same.

ARTICLE VIII. DIRECTORS

This corporation shall have two directors, initially. The name and street address of the initial members of the Board of Directors are: GERALD SAPHIRE, 151 Palm Circle, Melbourne, Florida 32940, and MICHAEL E. WATERMAN, 6959 Nasa Blvd., West Melbourne, Florida 32904.

ARTICLE IX. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed

are: MICHAEL E. WATERMAN: PRESIDENT/SECRETARY 6959 Nasa Blvd.,  
West Melbourne, Florida 32904.

GERALD SAPHIRE: VICE PRESIDENT/TREASURER 151 Palm Circle,  
Melbourne, Florida 32940.

ARTICLE X. SUBSCRIBER

The name and street address of the subscriber to these  
Articles of Incorporation is:

MICHAEL E. WATERMAN, 6959 Nasa Blvd., West Melbourne, Florida  
32904.

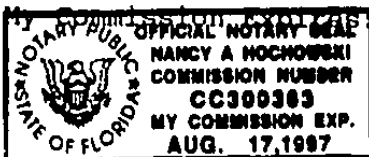
IN WITNESS WHEREOF, the undersigned has hereto set his hand  
and seal on this 4 day of April, 1996, in the County of BREVARD,  
State of FLORIDA.

  
SUBSCRIBER

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 4<sup>th</sup>  
day of April, 1996, in the County and State aforesaid by MICHAEL E.  
WATERMAN who provided his Florida Driver's License as  
identification.

  
NOTARY PUBLIC, State of Florida



HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY

WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

  
SIGNATURE: REGISTERED AGENT

DATE: April 4, 96

FILED  
96 APR 19 PM 4:24  
TALLAHASSEE FLORIDA