

P9600056627

F.D.C., INC.

Robert A. Finnell

P. O. BOX 715
TAVARES, FL 32778

June 19, 1996

900001874393
-06/25/96--01047--003
****122.50 ****122.50

Director
Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, FL 32301

FILED
96 JUL -1 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Director:

Enclosed are Articles of Incorporation for F.D.C., INC. along with a check in the amount of \$122.50 for filing fee.

I feel these documents are in proper order, however, should you have any questions regarding the contents, I can be contacted at (850) 343-6302.

Please return the Articles of Incorporation and the Corporation Charter Certificate to:

Katherine L. Sorensen
Registered Agent
P. O. Box 66
Tavares, FL 32778

Thank you,

Robert A. Finnell
Robert A. Finnell
President/Incorporator

Enc.

6/25/96
TD 602
W96-13468



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

June 25, 1996

KATHERINE L. SORENSEN
POST OFFICE BOX 66
TAVARES, FL 32778

SUBJECT: F.D.C., INC.
Ref. Number: W96000013468

We have received your document for F.D.C., 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 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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 496A00031451

ARTICLES OF INCORPORATION

FOR

FINNELL DISTRIBUTING CO., INC.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned incorporator does hereby incorporate a corporation under the provision of Chapter 607, Florida Statutes, for the transaction of business with and under the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be and is FINNELL DISTRIBUTING CO., INC. located at 215 JUNIPER WAY, TAVARES, FL 32778.

ARTICLE II

The duration of the corporation shall be and is perpetual, and the date and time of commencement of the corporation's existence shall be and is July 1, 1990.

ARTICLE III

The general purposes for which the corporation is initially organized are as follows:

- A. Consignment distribution of wholesale automotive products.
- B. Wholesale distribution of franchised automotive products.
- C. To transact any or all business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 100, all of which shall be of one and the same class and each of which shall be \$1.00 per value.

ARTICLE V

The street address of the corporation's initial registered office is 1012 East Alfred Street, Tavares, FL 32778. The name of the corporation's initial registered agent at that address is Katherine L. Sorensen.

ARTICLE VI

There shall be one (1) Director of the corporation whose name and address is as follows:

Robert A. Finnell

P. O. Box 715
Tavares, FL 32778

FILED
JUL 10 1990
TALLAHASSEE, FLORIDA

ARTICLE VII

The name and address of the incorporator of this corporation is:

Robert A. Finnell,
President

P. O. Box 716
Tavares, FL 32778

WITNESS WHEREOF, the undersigned incorporator has hereunto executed the presents this 19th day
of June, 1996.

SIGNATURE: _____

Robert A. Finnell
Robert A. Finnell

STATE OF FLORIDA,
COUNTY OF LAKE

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 19th DAY OF
June, 1996 BY ROBERT A. FINNELL WHO IS PERSONALLY KNOWN TO ME AND
WHO DID TAKE AN OATH.

Katherine L. Sorenson
NOTARY PUBLIC, STATE OF FLORIDA



KATHERINE L. SORENSON
My Commission Expires Aug. 25, 1997
Bonded by FIA
250-422-1666

FILED
96 JUL -1 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FINNELL DISTRIBUTING CO., INC. DESIRING TO ORGANIZE TO QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT'S PRINCIPAL PLACE OF BUSINESS IN LAKE COUNTY, THE CITY OF TAVARES, STATE OF FLORIDA HAS NAMED KATHERINE L. SORENSEN LOCATED AT 1012 E. ALFRED STREET, TAVARES, FL 32778 AS IT'S REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

SIGNATURE:

Robert A. Finell
Robert A. Finell, President

DATE:

6/19/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:

Katherine L. Sorensen
Katherine L. Sorensen

DATE:

June 19, 1996