

P96000057206

Peter Makris
2110 Drew Street
Clearwater, FL 34625

July 2, 1996

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****280.00 ****70.00

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

I am enclosing the Articles of Incorporation and the Certificate Designating Registered Agent/Registered Office for SUNSET AUTO PLAZA, INC. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation and return the articles back to the address below:

Peter Makris
2110 Drew Street
Clearwater, Florida 34625

If there are any questions, or you are having problems filing the Articles, please call me at (813) 446-0000.

Very truly yours,



Peter Makris

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DIVISION OF CORPORATIONS
96 JUL -5 AM 11:54

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ARTICLES OF INCORPORATION
OF
SUNSET AUTO PLAZA, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

SUNSET AUTO PLAZA, INC.

The principal place of business of this corporation shall be: 1945 SUNSET POINT ROAD, CLEARWATER, FLORIDA 34625. The mailing address of this corporation shall be: 1945 SUNSET POINT ROAD, CLEARWATER, FLORIDA 34625.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact 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 10,000 shares of common stock have \$1.00 per value per share.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

This corporation is to have three directors and officers, initially. The names and street addresses of the initial directors and officers who shall hold office for the first year of the corporation's existence, or until their successors are elected or appointed are:

Santino Gianfilippo
President

1945 Sunset Point Road
Clearwater, Florida 34625

John Gianfilippo
Vice President

1945 Sunset Point Road
Clearwater, Florida 34625

Rita Gianfilippo
Secretary

1945 Sunset Point Road
Clearwater, Florida 34625

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to this

Articles of Incorporation is:

John Gianfilippo

1945 Sunset Point Road
Clearwater, Florida 34625

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of July, 1996.

Signature of Incorporator

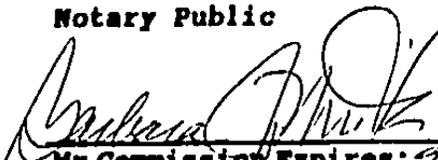

Incorporator

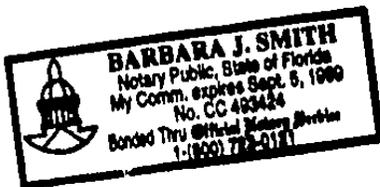
STATE OF FLORIDA

COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledged and sworn to before me this 2nd day of July, 1996, by John Gianfilippo of SUNSET AUTO PLAZA, INC.

Notary Public


My Commission Expires: 9/5/99



CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

SUNSET AUTO PLAZA, INC.

2. The name and address of the registered agent and office is:

Name: JOHN GIANFILIPPO

Address: 1945 SUNSET POINT ROAD

City: CLEARWATER

State: FLORIDA

Zip: 34625

SIGNATURE


(Corporate Officer)

TITLE: PRESIDENT

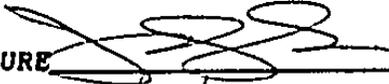
DATE:

7/2/96

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

DATE:


7/2/96

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