

P96000075591

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

FILED

96 SEP -9 PM 2:00

SECRET
TALLAHASSEE, FLORIDA

September 6, 1996

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Dear Sirs;

This is to notify you that PAT Auto Brokerage, Inc. will
engage in the business of brokering autos for sale.

The principle office is located at 525 Michigan Ave.,
Pensacola, Florida 32505.

Sincerely,

George Hodges

TH
9-11-96

ARTICLES OF INCORPORATION

OF

PAT Auto Brokerage, Inc.

FILED
96 SEP -9 AM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge, and file with the Secretary of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

PAT Auto Brokerage, Inc.

ARTICLE II

Business, Object or Purposes

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 Shares, having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or service at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(c) No holder of stock of the corporation of any class shall have any preemptive or preferential right to subscribe to, purchase or receive any shares of any class of stock of the corporation, whether now or hereafter authorized, or any notes, debentures, bonds, or other securities convertible into, or carrying options or warrants to purchase, shares of any class, may be issued and disposed of or sold by the Board of Directors on such terms and for such consideration, so far as may be permitted by law, and to such person or persons as the Board of Directors may determine.

ARTICLE IV

Capital to Begin Business

The amount of capital with which this corporation will begin business will be
\$1,000.00

ARTICLE V

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI

Principal Office

The principal office of this corporation shall be located at 525
Michigan Ave., Pensacola, Florida, 32505, but
the corporation shall have the power to relocate its principal office or to establish
branch offices at other places within or without the State of Florida as may be deter-
mined and deemed expedient.

ARTICLE VII

Board of Directors

There shall be a Board of Directors for this corporation which shall consist of
not less than one (1) and not more than fifteen (15) members, the number of the same
to be fixed by the stockholders or by the corporate by-laws. Each of the said direct-
ors shall be of full age and at least one of them shall be a citizen of the United
States. A quorum for the transaction of business shall be a majority of the directors
qualified and active, and the act of a majority of the directors present at a meeting
at which a quorum is present shall be the act of the directors. Subject to the by-laws
of this corporation, meetings of the directors may be held within or without the State
of Florida. Directors need not be stockholders. The stockholders of this corporation
may remove any director from office at any time with or without cause.

ARTICLE VIII

First Board of Directors

The names and street addresses of the members of the first Board of Directors of
this corporation, who, subject to these Articles of Incorporation, the by-laws of this
corporation and the laws of the State of Florida, shall hold office, for the first year
of the existence of this corporation, or until an election is held by the stockholders
for the election of permanent directors, or until their successors have been duly elect-
ed and qualified, are:

George Hedges, President

5365 W 9 Mile Rd., Pens., FL 32526

JoAnn Hedges, Sect./Treasurer

5365 W 9 Mile Rd., Pens., FL 32526

George Gregory Hedges, Vice Pres.

3607 Nighthawk Ln., Pens., 32506

ARTICLE IX

Subscribers

The names and street addresses of the subscribers to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
1. <u>George Hedges</u>	<u>5365 W 9 Mile Rd., Pens., FL 32526</u>
2. <u>JoAnn Hedges</u>	<u>5365 W 9 Mile Rd., Pens., FL 32526</u>

ARTICLE X

Transactions with Corporations

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any other corporation, or are directors or officers of any other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that (he) or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any director of this corporation who is also a director or officer of such other corporation or member of such firm, or who is at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if (he) were not such officer or director of such other corporation or member of such firm, or not so interested.

ARTICLE XI

By-laws

(a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-laws or amendments thereto as adopted by the Board of Directors may be altered, amended, or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by vote of the stockholders. No by-law which has been altered, amended or repealed by vote of the directors until two years shall have expired since such action by vote of such stockholders.

(b) The by-laws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of this State or of the United States.

ARTICLE XII

Amdendment of Articles of Incorporation

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter proscribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I (We), the undersigned, have executed these Articles for the uses and purposes therein stated.

George Hedges
George Hedges, President
JoAnn Hedges
JoAnn Hedges, Sect./Treasurer
George Gregory Hedges
George Gregory Hedges, Vice President

STATE OF FLORIDA
COUNTY OF

BEFORE ME, the undersigned authority, on this 6 day of SEPTEMBER,
19 96, personally appeared George Hedges, JoAnn Hedges and
George Gregory Hedges

to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

Janet Rosalie Greene
Notary

My commission expires:

I.D.# H322-310-44-324

H322-310-45-878

H322-307-65-376-0



JANET ROSALIE GREENE
Notary Public, State of Florida
My Comm. Exp. Apr. 10, 1998
Comm. No. CC 363005

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

FILED
MAR 2 201
TAMPA, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

PAT Auto Brokerage, Inc. a corporation organized (or organizing)
under the laws of the State of Florida with its principal office at 525
Michigan Avenue, in the City of Pensacola, County of
Escambia, State of Florida, has named George Gregory Hedges
located at 525 Michigan Avenue, City of Pensacola,
County of Escambia, State of Florida, as its agent to accept
service of process within this State.

George Gregory Hedges
Officer's Name George Hedges

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name in some conspicuous place in office as required by law.

George Gregory Hedges
Resident Agent George Gregory Hedges