

J. RICHARD CLAVILLE, P.A.
CERTIFIED PUBLIC ACCOUNTANT

P96000090084

MEMBER
FLORIDA INSTITUTE OF CERTIFIED
PUBLIC ACCOUNTANTS
AMERICAN INSTITUTE OF CERTIFIED
PUBLIC ACCOUNTANTS

August 12, 1996

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

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-08/20/96--01017--016
*****122.50 *****122.50

Dear Sirs:

Enclosed is the Articles of Incorporation for C & M Auto Sales,
Inc. and the registration fee of \$122.50.

Please forward all correspondence to:

Charles B Young
13010 Ed Denison Road
Thonotosassa, Florida 33592-9799

Yours truly,
J Richard Claville, P.A.

J Richard Claville

J Richard Claville

enclosures
JRC/bc

FILED
96 OCT 21 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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W96-22318



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 21, 1996

J. RICHARD CLAVILLE
1112 W. BRANDON BLVD.
BRANDON, FL 33511

SUBJECT: C & M AUTO SALES, INC.
Ref. Number: W96000017509

We have received your document for C & M AUTO SALES, 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: 596A00039694

Mr Terri Buckley

*Please use the original date of filing
as the date of incorporation*

Thank you

Richard Claville

813 684-9994

ARTICLES OF INCORPORATION
OF
C & M Auto Sales, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Article of Incorporation:

ARTICLE I - NAME

The name of this corporation is C & M Auto Sales, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence.

ARTICLE III - PURPOSES

The general purposes for which this corporation is organized are to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act and to do such other things as are incidental to the foregoing for necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, which shares shall be of a single class. The original issuance of this common stock is to be issued in compliance with and in order to benefit from the provision of Section 1244, Internal Revenue Code.

ARTICLE V - 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 already holds, shall have the right to purchase his pro rata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial office of this corporation is 1002 W. M.L. King Blvd., Plant City, FL 33567.

The name of the official registered agent of this corporation at that address is Charles B. Young.

ARTICLE VII - RESIDENT AGENT

Pursuant to Chapter 48.091, Florida Statutes, and in compliance with said Act, Charles B. Young is hereby designated as the corporation's agent to accept service of process within the State of Florida.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall initially have one director. The number of directors may be either increased or diminished from time to time by the By-Laws of this corporation, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Charles B. Young
13010 Ed Denison Road
Thonotosassa, FL 33592-9796

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles is:

Charles B. Young
13010 Ed Denison Road
Thonotosassa, FL 33592-9796

ARTICLE X - POWERS

The corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of February 1996.

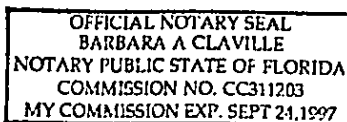
Charles B. Young

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Charles B. Young to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7th day of February 1996.

Barbara A. Claville
Notary Public



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

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

First -- That C & M Auto Sales, Inc. ^{of Plant City} desiring to organize
under the laws of the State of Florida with its principal office
as indicated in the Articles of Incorporation at the City of Plant
City, County of Hillsborough, State of Florida has named Charles
B. Young located at 1002 W. M.L. King Blvd., City of Plant City,
County of Hillsborough, State of Florida, as its agent to accept
service of process within this state.

ACKNOWLEDGEMENT

Charles B. Young

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

By

Charles B. Young
Registered Agent

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TALLAHASSEE
SECRETARY OF STATE
FLORIDA