JERALD D. BRYANT
Attorney At Law
Certified Civil Mediator
Certified Family Mediator

Certified Family Mediator

605 West South Park Street
Suite 214
Okeechobee, FL 34972
Telephone (941)467-5318
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Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: AUTO CLINIC OF OKEECHOBEE, INC.

-4000020441-74---3---01/03/97--01036--012 *****78.75 *****78.75

Dear Madam or Sir:

Enclosed please find the original Articles of Incorporation for the above referenced corporation.

Please file these articles and furnish my client with a Certificate of Status for the corporation. Please mail the Certificate of Status and letter confirming filing of the Articles of Incorporation for my client to my address at:

Jerald D. Bryant, Attorney at Law 605 W. South Park Street Suite 214 Okeechobee, FL 34972

Also enclosed is my firm's trust check number 4331 in the amount of \$78.75 to coveryour costs in this matter.

Should there be any questions or problems with the filing of these documents, please conjectime at the address or telephone number shown on this letterhead. Thank you for your assistance.

Very truly yours,

JERALD D. BRYANT

JDB:hs

JAN 8 658

EFFECTIVE DATE

Enclosures: As Stated.

FILED

ARTICLES OF INCORPORATION

97 JAN -2 AM 8: 57

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUTO CLINIC OF OKEECHOBEE, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this Corporation shall be:

"AUTO CLINIC OF OKEECHOBEE, INC."

EFFECTIVE DATE

ARTICLE II. NATURE OF BUSINESS

The general nature of the business and the objects and purposes to be transacted and carried on by the corporation are to do all things necessary or incidental to the operation of an automobile and motor vehicle sales dealership, motor vehicle repair garage, and the provision of related services. This corporation may also 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. REGISTERED OFFICE, PRINCIPAL OFFICE, AND REGISTERED AGENT

The street address of the initial registered office and principal office of the corporation shall be 223 South Parrott Avenue, Okeechobee, Florida 34974 and the name of the initial

registered agent of the corporation at that address is **DANIEL T.**MEARA. The mailing address of the corporation is 223 South Parrott

Avenue, Okeechobee, Florida 34974.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall commence January 1, 1997, and shall have perpetual existence unless dissolved by the stockholders or by the State of Florida.

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock with a par value of \$1.00. The corporation will initially issue one hundred (100) shares of common stock, as follows:

DANIEL T. MEARA 72 shares
LAURA KAY MEARA 28 shares
TOTAL 100 shares

ARTICLE VI. DIRECTORS

The number of Directors of this corporation shall be not less than one (1) unless otherwise changed by the By-Laws.

The name and address of the First Board of Directors, who shall serve for the first year or until replaced by action of the

shareholders, are as follows:

DANIEL T. MEARA

223 South Parrott Avenue Okeechobee, Florida 34974

LAURA KAY MEARA

223 South Parrott Avenue Okeechobee, Florida 34974

ARTICLE VII. INCORPORATOR(S)

The name and addresse of each incorporator and subscriber to these Articles of Incorporation is/are:

DANIEL T. MEARA

223 South Parrott Avenue Okeechobee, FL 34974

LAURA KAY MEARA

223 South Parrott Avenue Okeechobee, FL 34974

ARTICLE VIII. OFFICERS

The names and street addresses of the initial officers of this corporation shall be as follows:

PRESIDENT/CHAIRMAN OF THE BOARD OF DIRECTORS
Daniel T. Meara
223 South Parrott Avenue
Okeechobee, Florida 34974

SECRETARY/TREASURER
Laura Kay Meara
223 South Parrott Avenue
Okeechobee, FL 34974

IN WITNESS WHEREOF, the undersigned have hereunto set his/her/their hand(s) and seal(s) on this 27 day of December, 1996.

DANIEL T. MEARA

Incorporator/Director

LAURA KAY MEARA

Incorporator/Director

ACKNOWLEDGMENT

STATE OF FLORIDA COUNTY OF OKEECHOBEE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Okeechobee to take acknowledgments, personally appeared DANIEL T. MEARA and LAURA KAY MEARA, who is/are personally known to me, or who produced ______

as proof of identification, and who, being by me first duly sworn, acknowledged that he/she/they signed the Articles of Incorporation for AUTO CLINIC OF OKEECHOBEE, INC. as his/her/their free act and deed on this 27 day of December, 1996.

NOTARY PUBLIC

Printed name of notary My Commission Expires:

OFFICIAL NOTARY SEAL RIHODA CHILL NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC277198 MY COMMISSION EXP. MAR. 29,1997 ARTICLES OF INCORPORATION AUTO CLINIC OF OKEECHOBEE, INC.

FILED Page 5 of 5

97 JAN -2 AM 8:57

SEC HETARY OF STATE TALL AHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

I hereby accept the position of Registered Agent for service of process upon the corporation, AUTO CLINIC OF OKEECHOBEE, INC.

DANIEL T. MEARA

SWORN TO & SUBSCRIBED before me this 7 day of December, 1996, by DANIEL T. MEARA, who is personally known to me, or who produced ______, as proof of identification, and who did/did not take an oath.

NOTARY PUBLIC

My Commission Expires:

OFFICIAL NOTARY SEAL RHODA C HILL NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC2272198 MY COMMISSION EXP. MAR. 29,1997