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RICK D. MERCER
11743 Kay Court North
Largo, Florida 33378

February 19, 1997

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Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Gulfcoast Auto Sales, Inc.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation as referenced above, together with a check in the amount of \$122.50, which represents your fee for filing of same.

Please upon doing so, return a copy of the Articles of Incorporation to me in the self addressed stamped envelope, which is enclosed and provided for your convenience.

Thanking you in advance for your anticipated cooperation, I am,

Very truly yours,



Rick D. Mercer

RDM/amw
enclosure

MAH

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97 FEB 27 PM 4:17
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

GULFCOAST AUTO SALES, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation, Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of this corporation is Gulfcoast Auto Sales, Inc.

ARTICLE II. DURATION

The corporation shall exist perpetually commencing on the date of the filing of these Articles.

ARTICLE III. PRINCIPAL PLACE OF BUSINESS

The principal place of business for this corporation will be 7290 S.W. U.S. Highway 19, Fanning Springs, Florida, 32693.

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V. CAPITAL STOCK

The corporation is authorized to issue 100 common shares of One Dollar (\$1.00) par value stock.

ARTICLE VI. PREEMPTIVE RIGHTS GRANTED

Every shareholder, upon the sale for cash by this corporation of any new capital stock of the same kind, class or series as that

which he or she already holds, shall have the preemptive right to purchase his or her prorata share thereof (as nearly as may be done without the issuance of fractional shares).

ARTICLE VII. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is:

Rick D. Mercer
11743 Kay Court North
Largo, Florida 33778

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the ByLaws of the corporation in the manner provided by law, but shall never be less than one (1). The name and address of the initial director of this corporation are:

Rick D. Mercer
7290 S.W. U.S. Highway 19
Fanning Springs, Florida, 32693

ARTICLE IX. CUMULATIVE VOTING

At the election for directors, every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of his or her shares or by distributing the votes on the same principle among any number of candidates.

ARTICLE X. RESTRICTIONS ON TRANSFER OF STOCK

Shares held or acquired by the shareholders of the corporation may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation.

The price and terms at which, and the time within which, those shares may be offered and sold; shall be further specified by written agreement among all the shareholders and this corporation.

ARTICLE XI. INCORPORATOR

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

Rick D. Mercer
7290 S.W. U.S. Highway 19
Fanning Springs, Florida, 32693

ARTICLE XII. INDEMNIFICATION

This corporation shall indemnify any officer, or any former officer, to the full extent permitted by law.

ARTICLE XIII. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 25th day of February, 1997.

Sign: 
Print Name: Rick D. Mercer

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME personally appeared Rick D. Mercer, to me personally known and/or produced identification, to be the person described in and who executed the foregoing instrument, and acknowledged to and

before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 25th day of February, 1997.

Anne Marie Warren

NOTARY PUBLIC

Print Name: Anne Marie Warren

My Commission Expires:

(SEAL)



ACCEPTANCE OF REGISTERED AGENT

I HEREBY AGREE as registered agent to accept service of process for the above-named corporation and to comply with the applicable provisions of Florida law relative to office hours and the posting of registered agent names.

Sign: Rick D. Mercer

Print Name: Rick D. Mercer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA