

P97000026950
TRANSMITTAL LETTER

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

FILED
97 MAR 20 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Quality Pre-Owned Cars and Trucks, Inc.
(Proposed corporate name - must include suffix)

3000002119633--9
-03/20/97--01118--005
****131.25 ****131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Vicki D. Burgess
Name (Printed or typed)

365 Michael Angelo Road
Address

DeFuniak Springs, FL 32433
City, State & Zip

(904) 892-4952 or (904) 892-2526
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

nc 3/24/97

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: Quality Pre-Owned Cars and Trucks, Inc.

ARTICLE II PRINCIPAL OFFICE

2471 Highway 90 East
DeFuniak Springs, FL 32433

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ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Vicki D. Burgess
365 Michael Angelo Road
DeFuniak Springs, FL 32433

ARTICLE V INCORPORATORS

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

Vicki D. Burgess
365 Michael Angelo Road
DeFuniak Springs, FL 32433

Gary D. Burgess
365 Michael Angelo Road
DeFuniak Springs, FL 32433

Lewis Randell Alford
78 Florence Drive
DeFuniak Springs, FL 32433

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VII OTHER PROVISIONS

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such a proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary and Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer or agent that are specifically designated by resolution of the board of directors.

The undersigned incorporators have executed these Articles of Incorporation this 19 day of March, 1997.

Vicki D. Burgess
Signature

Way D. Burgess
Signature

Genie Randall Apperl
Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 Quality Pre-Owned Cars and Trucks, Inc.

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

Vicki D. Burgess

(NAME)

365 Michael Angelo Road

(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

DeFuniak Springs, FL 32433

(CITY/STATE/ZIP)

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Vicki D. Burgess
(SIGNATURE)

March 19, 1997
(DATE)