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ACCOUNT NO. : 072100000032

REFERENCE : 330904 81861A

AUTHORIZATION : *Patricia Project*

COST LIMIT : \$ 122.50

ORDER DATE : April 15, 1997

ORDER TIME : 12:02 PM

ORDER NO. : 330904-005

CUSTOMER NO: 81861A

000002144560--6

CUSTOMER: Frederic B. O'neal, Esq
FREDERIC B. O'NEAL, ESQ

800 North Ferncreek Avenue

Orlando, FL 32803

DOMESTIC FILING

NAME: BLUE DOLPHIN AUTO SALES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS: _____

FILED
97 APR 15 PM 2:54
TALLAHASSEE
FLA

RECEIVED
97 APR 15 PM 4:45
TALLAHASSEE
FLA

APR 16 1997

ARTICLES OF INCORPORATION
OF
BLUE DOLPHIN AUTO SALES, INC.

FILED
97 APR 16 AM 9:54
TALLAHASSEE
FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BLUE DOLPHIN AUTO SALES, INC.

The address of the principal office of this corporation shall be 4528 South Shore Road, Orlando, Florida 32839, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may 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. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Adelyn Foreman Pres.	4528 South Shore Road Orlando, Florida 32639
Steve Foreman Sec.	Same

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on April 15, 1997.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

SKD/wce

97 APR 16 AM 9:54
FILE
TALLAHASSEE, FLORIDA

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