May 15, 1997

Florida Department of State Secretary of State Division of Corporations George Firestone Bldg. 409 E. Gaines St. Tallahassee, FL 32399

RE: INCORPORATION

To Whom It May Concern:

Please file the enclosed incorporation documents. \$122.50 check payable to the Secretary of State is enclosed. Please return a certified copy of the incorporation to the address at 1409 NE 22nd Ave., Ocala, FL 34470.

Thank you for your attention and assistance.

Sincerely,

Teresa Wood 1409 NE 22nd Ave.

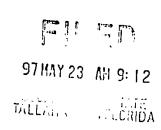
Ocala, FL 34470

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# ARTICLES OF INCORPORATION OF U.S. LOCATORS, INC.



#### **ARTICLE 1 - NAME**

The name of the corporation shall be U.S. LOCATORS, INC.

## **ARTICLE II - DURATION**

This Corporation shall have a perpetual duration.

#### ARTICLE III - PURPOSE

This Corporation may engage in the business of locating vehicles for retail sale to other dealers or any other business activity as outlined by bylaws or as permitted under the laws of the United States of America and the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

This Professional Association is authorized to issue 100 shares of single class common stock at \$1.00 par value to no more than 10 people and issued and transferable only to natural citizens or resident aliens.

#### **ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same, class or series as that which he/she already holds, shall have the right to purchase his/her pro rate share (rounded to the closest whole number and where there is a one-half share, to be rounded up to the next whole number) at the price at which it is offered to others.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation and registered agent are:

TERESA WOOD 1409 NE 22ND AVENUE OCALA, FL 34470

#### ARTICLE VII- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is:

1409 NE 22ND AVENUE OCALA, FL 34470

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# ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one director. Number, qualifications, manner of admission and removal shall be regulated by the by-laws. The name and address of the initial Board of Directors of this Corporation is:

> ALFRED KUSHMIDER 1409 NE 22nd Ave. Ocala, FL 34470

## ARTICLE IX -INCORPORATORS

The name and address of the incorporator, who signed the articles as incorporator and subscriber **i**5:

> ALFRED KUSHMIDER 1409 NE 22nd Ave. Ocala, FL 34470

> > **TERESA WOOD** 1409 NE 22nd Ave. Ocala, FL 34470

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation on this 19th day of May, 1997.

ALFRED KUSHMIDER 1409 NE 22nd Ave.

Ocala, FL 34470

1409 NE 22nd Ave. Ocala, FL 34470

#### STATE OF FLORIDA; COUNTY OF MARION

The foregoing Article of Incorporation was acknowledged before me this 19th day of May, 1997 by ALFRED KUSHMIDER, who stated that she has read the above and foregoing Articles of Incorporation of U.S. LOCATORS, INC. that she know the contents and that he understands them and who has produced Florida Driver's Licenses as identification and who did take an oath each.

**Notary Public** 

Commission # CC 398903

My Commission Expires 8-9

STATE OF FLORIDA; COUNTY OF MARION PAULA R. HOLLY My Comm Exp. 8/09/98 Bonded By Service Ins No. CC398903

The foregoing Article of Incorporation was acknowledged before me this 19th day of May, 1997 by TERESA WOOD, who stated that she has read the above and foregoing Articles of Incorporation of U.S. LOCATORS, INC. that she know the contents and that he understands them and who has produced Florida Driver's Licenses as identification and who did take an oath each.

Notary Public

Commission # CC 398903

My Commission Expires 8-9-

HOTARY

HOTARY

PUBLIC

PAULA R. HOLLY My Comm Exp. 8/09/92 Bonded By Service Inc

No. CC398903

# SIMULTANEOUS ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT OF U.S. LOCATORS, INC.

The undersigned, TERESA WOOD, pursuant to Sect. 607.034 (3), Fla. Stat. (1995) hereby accepts the appointment as registered agent of U.S. LOCATORS, INC., and states that he is familiar with and accepts the obligations provided for in Florida Statute Sect. 607.325, Fla. Stat. (1995).

TERESA WOOD

1409 NE 22nd Ave.

Ocala, FL 34470