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TRANSMITTAL LETTER

Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32714

700002223837--5 -06/26/97--01059--014 ****122.50 ****122.50

SUBJECT: Mark D. Adams Automotive, Inc.

(proposed corporate name)

Enclosed please find an original and one (1) copy of articles of incorporation for the above corporation and check in the amount of \$122.50.

FROM: Mark D. Adams

NAME

41 Volusia Drive

ADDRESS

DeBary, FL 32713
CITY, STATE, & ZIP

(407) 668-9400
TELEPHONE NUMBER

no 6/26/97

FILED

ARTICLES OF INCORPORATION MARK D. ADAMS AUTOMOTIVE, INC.

97 JUN 26 PH 3: 35

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: MARK D. ADAMS AUTOMOTIVE, INC.

The principal place of business of this corporation shall be: 41 VOLUSIA DRIVE, DEBARY, FL. 32713.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of common stock and its par value that this corporation is authorized to have outstanding at any one time is: 1000 at \$1.00 par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually, unless sooner dissolved according to law.

ARTICLE V - OFFICERS

The name(s) and street address(s) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

MARK D. ADAMS President/Treasurer DeBary, Fl. 32713

President/Treasurer

ARTICLE VI - INCORPORATORS

The name(s) and street address(s) of the incorporator(s) of these Articles of Incorporation, the number of shares of stock each agrees to take and the value therefor are:

NAME Mark D. Adams ADDRESS 41 Volusia Drive SHARES

VALUE

TA VOIGIG

500

\$1.00

DeBary, Fl. 32713

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 10th day of June, 1997...

Signature(s) of Incorporator(s)

ARK D. ADAMS

STATE OF FLORIDA, COUNTY OF VOLUSIA

THE FOREGOING instrument was acknowledged before me this 10th day of June, 1997.

[] who are personally known to me, or
[] who has produced the following ______as identification.

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ANY COMMISSION & CC 316410

EVENES: OCTOBE 17, 1977

EVENES: OCTOBE 17, 1977

BOYNES: The Honey Pages Understands

Notary Public

My Commission Expires: OCT. 17, 1997 My Commission Number is: CC315410

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of 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: MARK D. ADAMS AUTOMOTIVE, INC.
- 2. The name and address of the registered agent and office is: Mark D. Adams, 41 Volusia Drive, DeBary, Fl 32713

Mark D. Adams

President

Date: June 10, 1997

HAVING BEEN NAMES TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF FLORIDA STATUTES.

Mark D. Adams

Registered Agent

Date: June 10, 1997

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