

PA7000085912

September 29, 1997

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

97 OCT -3 AM 9:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

600002310836--2
-10/03/97--01008--002
*****78.75 *****78.75

Subject: Automotive Downtown, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and check in the amount of \$78.75 for the Filing Fee and Certificate.

Please return the charter and endorsed articles of incorporation to:

Barbara Dannelly
1125 W. Garden St.
Pensacola, FL 32501
(850) 432-6420

Thank You.

Barbara Dannelly
Barbara Dannelly,
Incorporator

P.Mall OCT - 6 1997

ARTICLES OF INCORPORATION

OF

AUTOMOTIVE DOWNTOWN, INC

FILED

97 OCT -3 AM 9:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these articles of incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of Corporation shall be AUTOMOTIVE DOWNTOWN, INC.

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 1,000 shares of Common Stock having no par value.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

PRINCIPAL OFFICE AND MAILING ADDRESS

PRINCIPAL OFFICE

1125 W. Garden St.
Pensacola, FL 32501

MAILING ADDRESS

1125 W. Garden St.
Pensacola, FL 32501

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this Corporation in the State of Florida shall be:

Tyndall Dannelly
1125 W. Garden St.
Pensacola, FL 32501

ARTICLE VII

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have at least one director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-Laws of the Corporation.

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

Barbara Dannelly
1125 W Garden St.
Pensacola, FL 32501



Barbara Dannelly, Corporator

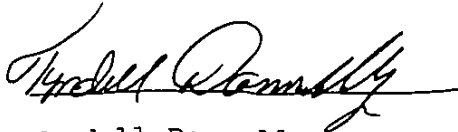


Date

ACCEPTANCE
OF
REGISTERED AGENT
OF
AUTOMOTIVE DOWNTOWN, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 on my duties, and I am familiar with and accept the obligations of my position as registered agent.


Tyndall Dannelly
Registered Agent

9-28-97
Date