

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 OCT 14 PM 2:53

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\*\*\*\*\*122.50 \*\*\*\*\*122.50

PAR  
PRESTIGE AUTO OF TAMPA BAY, INC.

Florida Prestige Auto,  
INC.

Art of Inc. File \_\_\_\_\_  
LTD Partnership File \_\_\_\_\_  
Foreign Corp. File \_\_\_\_\_  
L.C. File \_\_\_\_\_  
Fictitious Name File \_\_\_\_\_  
Trade/Service Mark \_\_\_\_\_  
Merger File \_\_\_\_\_  
Art. of Amend. File \_\_\_\_\_  
RA Resignation \_\_\_\_\_  
Dissolution / Withdrawal \_\_\_\_\_  
Annual Report / Reinstatement \_\_\_\_\_  
Cert. Copy \_\_\_\_\_  
Photo Copy \_\_\_\_\_  
Certificate of Good Standing \_\_\_\_\_  
Certificate of Status \_\_\_\_\_  
Certificate of Fictitious Name \_\_\_\_\_  
Corp Record Search \_\_\_\_\_  
Officer Search \_\_\_\_\_  
Fictitious Search \_\_\_\_\_  
Fictitious Owner Search \_\_\_\_\_  
Vehicle Search \_\_\_\_\_  
Driving Record \_\_\_\_\_  
UCC 1 or 3 File \_\_\_\_\_  
UCC 11 Search \_\_\_\_\_  
UCC 11 Retrieval \_\_\_\_\_  
Courier \_\_\_\_\_

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97 OCT 13 AM 10:18  
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Signature \_\_\_\_\_

Requested by: DR

Name \_\_\_\_\_

Date 10/13

Time 10:00

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

RP  
10-14-97



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

October 13, 1997

**CAPITAL CONNECTION, INC.**  
417 E. VIRGINIA ST.  
STE. 1  
TALLAHASSEE, FL 32301

**SUBJECT: FLORIDA PRESTIGE AUTO, INC.**  
Ref. Number: W97000023314

We have received your document for FLORIDA PRESTIGE AUTO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

**Randall Purintun**  
Document Specialist

Letter Number: 297A00049999

ARTICLES OF INCORPORATION  
OF

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PRESTIGE AUTO OF TAMPA BAY, INC.

WE, the undersigned, hereby make the within Articles of Incorporation for the purpose of becoming incorporated and being a corporation by virtue of the laws of the State of Florida under the following proposed charter:

ARTICLE I - NAME/ADDRESS

The name of this corporation shall be Florida Prestige Auto, Inc. and its business shall be carried on in the State of Florida and such other states and foreign countries as may be agreed upon, and its principal place of business shall be 1103 Florida Ave., Suite 4, Palm Harbor, FL 34683 or such other place as from time to time is designated.

ARTICLE II - DURATION

This corporation shall have perpetual existence unless sooner terminated by operation of law or voluntary dissolution in the manner prescribed by law.

### ARTICLE III - PURPOSE

This corporation shall be authorized and permitted to engage in any activity or business permitted under the laws of the United States and the State of Florida. This corporations primary business shall be Auto Sales, and every other act or thing incidental or pertaining to or growing out of or connected with the aforesaid purpose and in addition, to engage in any other business or businesses permitted by law.

### ARTICLE IV - STOCK CLAUSE

The aggregate number of share which the corporation shall have authority to issue is 1,000 shares with a par value of \$1.00 per share.

### ARTICLE V - PREEMPTIVE RIGHTS AND RELATED MATTERS

Each holder or shares of this corporation shall have the first right to purchase shares of this corporation that may from time to time be issued, including shares from the treasury of this corporation, in the ratio that the number of shares held at the time bears to the total number of share outstanding exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pays or the shares preemptive within thirty days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue and inviting him to exercise his preemptive rights.

#### **ARTICLE VI - OFFICERS AND DIRECTORS**

The business and affairs of the corporation shall be conducted and managed by a Board of Directors who shall be elected annually by the stockholders of the corporation at such time and place as may be fixed by the By-laws, or by resolution of the Board of Directors, and who shall hold office until their successors shall be elected and qualified. The name and addresses of the initial officers and directors who are to serve until the first annual meeting of the stockholders are as follows:

Ray O' Connor, President  
2044 Nigels Drive  
Dunedin, FL 34698

Henri Balestrieri, Vice President and Treasurer  
792 Natalie Lane  
Palm Harbor, FL 34683

#### **ARTICLE X - REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial Registered Office of this corporation is 36366 U.S. Highway 19 North, Palm Harbor, FL 34684. The name of the initial registered agent of this corporation at that address is JAMES J. SPANOLIOS, ESQ.


#### **ARTICLE XI - BY-LAWS**


The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and Shareholders in accordance with the Shareholders Agreement.

ARTICLE XII - POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act as now pending or hereafter enacted.

IN WITNESS WHEREOF, we the undersigned, being the original subscribed to the capital stock herein named, for the purpose of forming a corporation to do business in the State of Florida, under the Laws of the State of Florida, do make and file these articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and set my hand and seal this 29 day of September, 1997.

  
Ray O' Connor  
2044 Nigels Dr.  
Dunedin, FL 34698

 HENRI. BALESTRIERI.  
Henri Balestrieri  
792 Natalie Lane  
Palm Harbor, FL 34683

BEFORE ME, the undersigned authority, personally appeared Ray O' Connor and Henri Balestrieri personally known to me or who produced as identification: FLA. DR. LIC., and who did take an oath, after first being duly sworn, depose and say that the things and matters contained in the Articles of Incorporation are true and correct and that they executed the same for the purpose therein expressed.

SWORN TO AND SUBSCRIBED before me this 29 day of Sept., 1997.



J SPANOLIOS  
My Commission CC540481  
Expires Apr. 22, 2000

  
Notary Public

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS WITHIN THE STATE  
AND NAMING AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Florida Statute, the following is submitted:

1. Prestige auto of Tampa Bay, Inc., organized under the laws of the State of Florida, with its principal place of business being:

1103 Florida Ave., Suite 4, Palm Harbor, FL 34683

has named as its registered agent to accept process within this State:

James J. Spanolios, Esq.  
36366 U.S. Highway 19 North,  
Palm Harbor, FL 34684

**ACCEPTANCE**

Having been named to accept service of process for the above named corporation, at the place designated above, I hereby accept appointment in this capacity, and agree to comply with the provisions of State Law relative to keeping open said office.

J. Spanolios  
James J. Spanolios, Esq.  
36366 U.S. Highway 19 N.  
Palm Harbor, FL 34684

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