



ACCOUNT NO. : 072100000032

REFERENCE : 604497 7139871

AUTHORIZATION :

COST LIMIT : \$ PREPIAD

ORDER DATE : November 18, 1997

ORDER TIME : 10:31 AM

ORDER NO. : 604497-005

CUSTOMER NO: 7139871

CUSTOMER: Jeffrey D. Murphy, Esq  
BURTON & MURPHY, P.A.

Suite 1165  
101 East Kennedy Boulevard  
Tampa, FL 33602

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 18 PM 2:19

900002350689--3  
-11/18/97-01067-011  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: SUPERIOR DEALER SERVICES, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

RECEIVED  
97 NOV 18 AM 11:52  
DIVISION OF CORPORATION

gf  
11/18/97

ARTICLES OF INCORPORATION  
OF  
SUPERIOR DEALER SERVICES, INC.

FILED  
CLERK OF STATE  
CORPORATIONS  
97 NOV 13 PM 2:19

The undersigned, acting as incorporator of Superior Dealer Services, Inc. under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I  
Name

The name of the corporation shall be:

Superior Dealer Services, Incorporated.

ARTICLE II  
Address

The mailing address of the corporation is:

205 Turtle Creek Circle  
Oldsmar, Florida 34677.

ARTICLE III  
Commencement of Existence

The existence of the corporation will commence at 12:01A.M. on the date of filing these Articles of Incorporation.

ARTICLE IV  
Purpose

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V  
Authorized Shares

The maximum number of shares that the corporation shall have authority to issue and to have outstanding at any on time is 1,000 shares. All such shares shall be of a single class, designated as common, and shall have a par value of \$1.00 per share.

ARTICLE VI  
Initial Registered Office and Agent

The initial registered agent of the corporation is Jeffrey D. Murphy, Esquire. The street address of the corporation's initial registered office is Burton & Murphy, P.A., 101 East Kennedy Boulevard, Suite 1165, Tampa, Florida 33602.

ARTICLE VII  
Initial Board of Directors

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Georgette Reed	205 Turtle Creek Circle Oldsmar, Florida 34677
Scott Fink	c/o 21699 U.S. Hwy 19 North Clearwater, Florida 34618

ARTICLE VIII  
Incorporator

The name and address of the incorporator to these Article of Incorporation is Jeffrey D. Murphy, Esquire, Burton & Murphy, P.A., 101 East Kennedy Boulevard, Suite 1165, Tampa, Florida 33602. The incorporator of the corporation assigns to the corporation his rights under Section 607.0201, Florida Statutes to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of the corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX  
By-Laws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any by-law adopted by the shareholders if the shareholders specifically provide that the by-law is not subject to amendment or repeal by the directors.

ARTICLE X  
Amendments

FILED  
SECRETARY OF STATE  
97 NOV 12 PM 2:12  
STATE OF FLORIDA

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 17<sup>th</sup> day of November, 1997.

[Signature]  
Jeffrey D. Murphy, Incorporator

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17<sup>th</sup> day of November, 1997.

[Signature]  
Jeffrey D. Murphy, Esquire, Incorporator

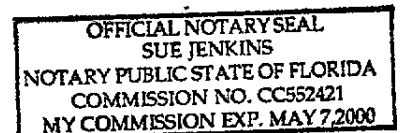
STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of November, 1997, by Jeffrey D. Murphy, Esquire, who is personally known to me.

My commission expires:

[Signature]  
SUE JENKINS  
Notary Public --State of Florida

ACCEPTANCE BY REGISTERED AGENT



Jeffrey D. Murphy, Esquire, having been designated to act as the registered agent of Superior Dealer Services, Incorporated, hereby agrees to act in that capacity.

[Signature]  
Jeffrey D. Murphy, Esquire