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M&M

McCRARY & MOSLEY  
ATTORNEYS AT LAW

MAGNOLIA QUARTERS • 47 EAST ROBINSON STREET • SUITE 211 • ORLANDO, FLORIDA 32801 • 407/649-7111 • FAX 407/649-7127

November 18, 1997

Re: Jeremiah Gholston

To whom it may concern:

300002351953--8  
-11/19/97--01077--001  
\*\*\*122.50 \*\*\*122.50

Enclosed you will find the original and a copy of the Articles of Incorporation of City Wide Auto Sale, Inc. You will also find enclosed a check for the amount of \$122.50 for the filing fee. If you have any further question please feel free to contact me at 407-649-7111.

Thank you,

  
April Morgan

file  
11-21-97

FILED  
97 NOV 19 PM 1:56  
STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**CITY WIDE AUTO SALES, INC.**

**FILED**

97 NOV 19 PM 1:56

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act hereby files the following Articles of Incorporation pursuant to Section 607.0202 of the Florida Statutes:

**ARTICLE I  
NAME**

The name of the Corporation shall be **CITY WIDE AUTO SALES, INC.** approved by the board of directors. The principal place of business shall be 1768 Memphis Avenue, Orlando, Florida 32807.

**ARTICLE II  
TERM**

The term of the existence of the Corporation is perpetual.

**ARTICLE III  
PURPOSE**

The purposes for which the Corporation is organized is for the buying, selling and distribution of motor vehicles and all other activities necessary to carry out the functions of the Corporation, to engage in any activities and to transact any and all lawful business for which the Corporation may be

incorporated under the Florida General Corporation Act and/or permitted under the laws of the United States, doing business as **CITY WIDE AUTO SALES, INC.**

#### **ARTICLE IV CAPITAL STOCK**

The aggregate number of shares that the Corporation has authority to issue are 1,000 , all of which shall be common shares with a par value of \$0.

#### **ARTICLE V COMMON STOCK**

Each shareholder of common stocks to this Corporation shall be entitled to full preemptive rights to purchase, with any form of valuable consideration, any issued or unissued or treasury share of the Corporation and any securities of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe or acquire any unissued treasury shares.

#### **ARTICLE VI CLASS OF STOCK**

The Corporation will issue two classes of stocks. The first class of stock will be preferred stock and the holder will be entitled to vote on all major issues concerning the Corporation, excluding the ordinary day to day operations. The second class of stock will be the non preferred stock, which will not entitle the holder to vote. The holders of preferred stock will have the preemptive right to purchase additional stock.

**ARTICLE VII  
REGISTERED AGENT**

The street address of the registered office of the 47 E. Robinson Street, Suite 211, Orlando, Florida 32801 and the name of the registered agent at that address is DEAN F. MOSLEY.

**ARTICLE VIII  
DIRECTORS**

The board of directors of the Corporation shall consist of one (1) person. The name and address of the board member is:

<b>JEREMIAH GHOLSTON</b>	<b>1768 Memphis Avenue, Orlando, FL 32807</b>
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**ARTICLE IX  
OFFICERS**

The officers of the Corporation need not be residents of the State or shareholders unless the Bylaws so require. An officer may hold more than one position if he or she is a shareholder in the Corporation. The officers are as follows:

<b>President</b>	<b>TISHA BINKLEY</b>
<b>Vice-President</b>	<b>REGINA HILL</b>
<b>Secretary</b>	<b>MARGARET GHOLSTON</b>
<b>Treasurer</b>	<b>SHAWN GHOLSTON</b>


**ARTICLE X  
BYLAWS**

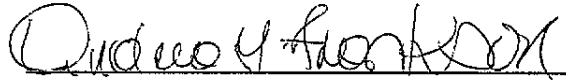
The directors shall adopt Bylaws at the first organizational meeting. The proposed Bylaws shall be approved by two thirds vote of the total board of directors before becoming the law of the Corporation.

**ARTICLE XI  
INCORPORATOR**

The Corporation hereby reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation this 2 day of Oct, 1997.

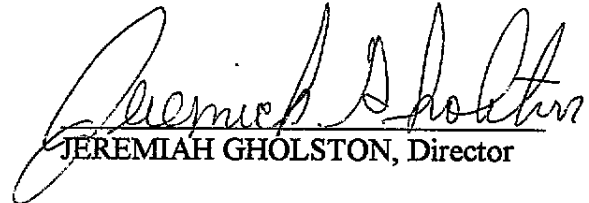
  
JEREMIAH GHOLSTON, Incorporator  
1768 Memphis Avenue  
Orlando, Florida 32807

  
Witness

## **CERTIFICATION OF BOARD OF DIRECTORS**

I, **JEREMIAH GHOLSTON**, Chairman of the Board of Directors, certify that the board of directors have approved the Articles of Incorporation. Shareholder action was not required and all documents have been reviewed and approved by **JEREMIAH GHOLSTON**.

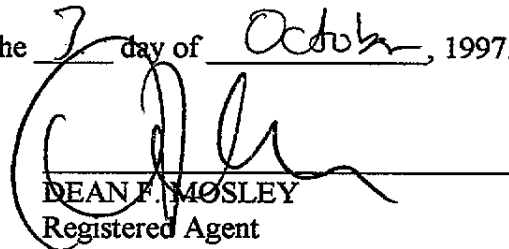
The affixing of my signature to this document on the 2. day of Oct 97 should indicate my acceptance of this designation.

  
**JEREMIAH GHOLSTON, Director**

**ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT**

I, **DEAN F. MOSLEY**, accept the designation of Registered Agent by the Chairman of the board of directors of the **CITY WIDE AUTO SALES, INC.**. My address is 47 E. Robinson Street, Suite 211, Orlando, Florida 32801. I will agree to assume those responsibilities of Registered Agent. I will accept service of process and any formal mail on behalf of the Corporation.

The affixing of my signature to this document on the 7 day of October, 1997.

  
DEAN F. MOSLEY  
Registered Agent

FILED  
97 NOV 19 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA