

**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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Gateway Autos, 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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Signature \_\_\_\_\_

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**ARTICLES OF INCORPORATION**  
**OF**  
**GATEWAY AUTOS, INC**

The undersigned subscriber to these Articles of Incorporation, being natural person(s) competent to contract, hereby, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I**

NAME: The name of the corporation shall be GATEWAY AUTOS, INC.

**ARTICLE II**

NATURE OF BUSINESS: The general nature of the business to be transacted by this corporation is:

1. To conduct business in, having one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real property and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and all other states and countries.
2. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, or transfers of corporate indebtedness as required.
3. To purchase the corporate assets of any other corporation engaged in same or other character of business.
4. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of shares of the capital stock of, or any bond securities, or other evidence of indebtedness created by this or any other corporation of the State of Florida or any other state or government, and while owner of such stock exercise all rights, powers, and privileges of ownership, including the right to vote such stock.
5. To engage in any other lawful activity or business permitted under the laws of the State of Florida and of the United States of America.

**ARTICLE III**

CAPITAL STOCK: The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 7,000 shares of common stock at a par value of One Dollar (\$1.00) per share.

#### ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

#### ARTICLE V

TERM OF EXISTENCE: The corporation is to exist perpetually.

#### ARTICLE VI

ADDRESS: The initial address of the principal offices of the corporation is 2601 NE 39th Ave., Gainesville, FL 32609. The Board of Directors may from time to time move the principal office to any other address in the State of Florida

#### ARTICLE VII

DIRECTORS: The corporation shall have one (1) director initially and shall be comprised of stockholders only. The number of Directors may be increased or decreased from time to time by By-Laws adopted by the stockholders but shall never be less than one (1) or more than nine (9). The Directors shall be entitled to one vote for each share of common stock owned.

#### ARTICLE VIII

BOARD OF DIRECTORS: The name and address of the sole member of the first Board of Directors to serve for the first year or until otherwise replaced according to the By-Laws adopted by the stockholders is: Ethelyn Rose Stangle, 2601 NE 39th Ave., Gainesville, FL 32609.

#### ARTICLE IX

SUBSCRIBER: The name and address of the subscriber to these Articles of Incorporation is Ethelyn Rose Stangle, 2601 NE 39th Ave., Gainesville, FL 32609.

#### ARTICLE X

REGISTERED AGENT AND REGISTERED ADDRESS: Ethelyn Rose Stangle, whose address is 10327 NW 4th Place, Gainesville, FL 32607 is authorized to serve as the initial registered agent of the corporation to accept service of process as registered agent of the corporation.

#### ARTICLE XI

PRE-EMPTIVE RIGHTS: Each shareholder of this corporation shall have a pre-emptive right to purchase additional shares of the corporation at any such time as the same are offered for sale by the corporation.

ARTICLE XII

BY-LAWS: The stockholders shall be authorized to adopt by-laws, including therein a provision for replacement of loss or destroyed stock certificates; for a lien upon the stock for stockholders' indebtedness to the corporation; that such by-laws are not to be inconsistent with the laws of the State of Florida; that the by-laws can be amended by the stockholders of this corporation; and a provision that, by a stockholder's agreement or by by-laws, the corporation may restrict the transfer or encumbrance of any and all the stock.

ARTICLE XIII

AMENDMENTS: These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be proposed by the stockholders and approved by a stockholders meeting by a majority entitled to vote thereon, unless stockholders sign a written statement manifesting their intent that certain Amendments of the Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 26 day of January, 1998.

Ethelyn Rose Stangle  
Ethelyn Rose Stangle, Subscriber

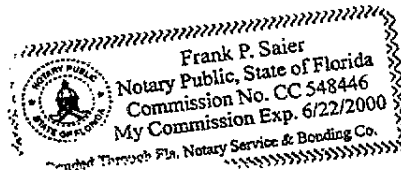
STATE OF FLORIDA  
COUNTY OF ALACHUA

BEFORE ME, the undersigned authority personally appeared Ethelyn Rose Stangle, to me personally known or who provided \_\_\_\_\_ as identification and known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged to and before me that he signed the same freely and voluntarily for the uses and purposes therein expressed and who did/did not take an oath.

WITNESS my hand and seal at Gainesville, Alachua County, Florida, this 26 day of January, 1998.,

Frank P. Saier  
Notary Public, State of Florida

My Commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That GATEWAY AUTOS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Gainesville, County of Alachua, State of Florida, has named ETHELYN ROSE STANGLE, 10327 NW 4th Place Gainesville, FL 32609, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Ethelyn Rose Stangle  
Ethelyn Rose Stangle, Registered Agent

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