

FEB. 9.1998 3:36PM

CRARY BUCHANAN

NOV 335 P.13

2/09/98

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

3:36 PM

((H98000002690 9))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CRARY, BUCHANAN, BOWDISH, ET AL

ACCT#: 076424001425

CONTACT: ~~DEWEY & DEWEY~~ Victoria Morris

PHONE: (561)287-2600

FAX #: (561)287-0115

NAME: MOFFAT AUTOMOTIVE GROUP, INC.

AUDIT NUMBER.....H98000002690

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU, \*\*

ENTER SELECTION AND <CR>:

5

FILED  
98 FEB -9 AM 7:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. CHESSER

FEB 10 1998

FILED  
FEB -9 AM 7:20  
P. 5  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AUDIT NO. H98000002690

**ARTICLES OF INCORPORATION  
OF  
MOFFAT AUTOMOTIVE GROUP, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE 1  
NAME**

The name of the corporation shall be: **MOFFAT AUTOMOTIVE GROUP, INC.**

**ARTICLE 2  
ADDRESS OF PRINCIPAL OFFICE OF CORPORATION**

The principal office and mailing address of the corporation shall be: 2904 SE Waaler Street, Stuart, Florida 34996.

**ARTICLE 3  
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE 4  
PURPOSE**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE 5  
CAPITAL STOCK**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Thousand (1000) shares of common stock having a nominal or par value of One and no/100 Dollars (\$1.00).

Audit No. 98000002690  
George F. Bovie, III, Esq.  
Crary, Bovie, Bowditch et al  
555 Colorado Avenue, Stuart, FL 34995  
(561) 287-2600  
Florida Bar No. 197858

**Andit No. H98000002690**

**ARTICLE 6  
REGISTERED AGENT**

The corporation's initial registered office and initial registered agent at that address shall be:

George F. Bovie, III

555 Colorado Avenue  
Stuart, Florida 34995

**ARTICLE 7  
DIRECTORS**

The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1) and no more than five (5). The names and street addresses of the members of the first Board of Directors who shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified are as follows:

B.J. Moffat  
Jane E. Moffat

President  
Secretary/Treasurer

**ARTICLE 8  
INCORPORATORS**

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

George F. Bovie, III

555 Colorado Avenue  
Stuart, Florida 34995

**Andit No. H98000002690**

Audit No. H98000002690

### ARTICLE 9 PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

### ARTICLE 10 INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

### ARTICLE 11 AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

### ARTICLE 12 MISCELLANEOUS

Stockholders and directors meetings may be held within or without the State of Florida.

The undersigned incorporator has executed these Articles of Incorporation this 9<sup>th</sup> day of February, 1998.



GEORGE F. BOVIE, III  
Incorporator

Audit No. H98000002690

Audit No. H98000002690

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501, Florida Statutes (1993), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

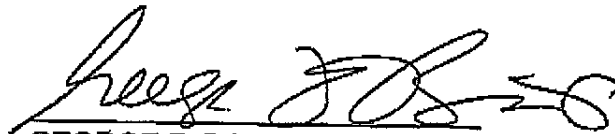
The name of the corporation is **MOFFAT AUTOMOTIVE GROUP, INC.**

The name and address of the initial registered agent and office is:

George F. Bovie, III

555 Colorado Avenue  
Stuart, Florida 34995

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 of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



GEORGE F. BOVIE, III  
Registered Agent

FILED  
98 FEB -9 AM 7:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Audit No. H98000002690