

P98000027354

CAR NATION OF CLEARWATER, INC.
1553 SOUTH MISSOURI AVENUE
CLEARWATER, FL 33576

March 20, 1998

Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314


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-03/23/98--01077--004
*****70.00 *****70.00

Dear Sirs:

Enclosed is my check for the sum of \$70.00 for the following incorporation fees of Car Nation of Clearwater, Inc.:

\$ 35.00	Filing Fee
<u>35.00</u>	Resident Agent Fee
\$ 70.00	

Sincerely,


Marco Calderon
President
MC:hht
Enclosures

98 MAR 23 PM 3:23

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RP
03-24-98

ARTICLES OF INCORPORATION
OF
CAR NATION OF CLEARWATER, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: Car Nation of Clearwater, Inc. The principal place of business of this corporation shall be 1553 South Missouri Avenue, Clearwater, Florida 33756.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having one dollar (\$1.00) par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1553 South Missouri Avenue, Clearwater, Florida 33756. The name of the initial registered agent of the corporation at that address is Marco Calderon.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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SECRETARY OF STATE
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ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro-rata share thereof at any price at which it is offered to others.

ARTICLE VII. INDEMNIFICATION

The Corporation shall indemnify any officer or director or any formed office or director, to the full extent permitted by law.

ARTICLE VIII. SPECIAL PROVISION

It is the intent of the incorporator that all shares of stock issued by the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE IX. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his/her successor is elected or appointed is:

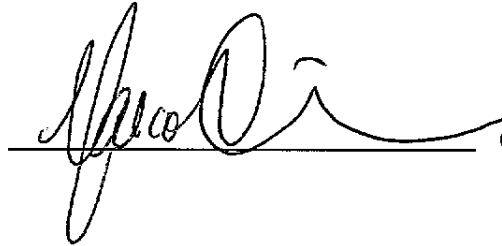
Marco Calderon	1553 S. Missouri Ave.
Director/President	Clearwater, FL 33756
Donny Mills	1553 S. Missouri Ave.
Director/Vice-President	Clearwater, FL 33756

ARTICLE X. SUBSCRIBER

The names and street address of the subscribers to these Articles of Incorporation are:

Marco Calderon	1553 S. Missouri Ave.
	Clearwater, FL 33756
Donny Mills	1553 S. Missouri Ave.
	Clearwater, FL 33756

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 20th day of March, 1998.

 (SEAL)

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 20th day of March, 1998.



Notary Public, State of Florida at Large.

My Commission Expires: May 9, 1998

RESIDENT AGENT CERTIFICATE

In pursuance to Chapter 607, Florida Statutes the following is submitted in compliance with said act.

That, Car Nation of Clearwater, 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 county of Pinellas, State of Florida, has named Marco Calderon, located at 1553 South Missouri Avenue, Clearwater, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at a 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.

BY: _____

Resident Agent

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