

P980000030060

WATSON, SOILEAU, DELEO & BURGETT  
A PROFESSIONAL ASSOCIATION  
1970 MICHIGAN AVENUE, BUILDING C  
POST OFFICE BOX 1888  
COCOA, FLORIDA 32923-1888

VICTOR M. WATSON†  
JOHN L. SOILEAU†  
JOSEPH E. DELEO  
STACY L. BURGETT  
TIMOTHY F. PICKLES  
†BOARD CERTIFIED IN REAL PROPERTY LAW

TELEPHONE  
(407) 631-1550

FACSIMILE  
(407) 631-1567

March 24, 1998

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

VIA FEDERAL EXPRESS

Re: Auto Dreams, Inc.

Gentlemen:

Enclosed herewith please find the original executed and one copy of the Articles of Incorporation for the above-referenced corporation. Upon filing, please return the copy stamped with the filing information.

Also enclosed is the firm's trust account check in the amount of \$70.00 to cover the requisite fees. Thank you.

Very truly yours,

*Amy J. Paroline*

Amy J. Paroline,  
Legal Assistant to  
John L. Soileau

/ajp

Enclosures

cc: Client

600002479226--3  
-04/06/98--01014--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FILED  
98 APR -1 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~W98-6660~~  
Dmc  
3.25.98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 25, 1998

AMY J. PAROLINE, LEGAL ASSISTANT  
WATSON, SOILEAU, DELEO & BURGETT  
P.O. BOX 1888  
COCOA, FL 32923-1888

SUBJECT: AUTO DREAMS, INC.  
Ref. Number: W98000006660

We have received your document for AUTO DREAMS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Please sign and return your check in order to complete your filing.

If you have any further questions concerning your document, please call (850) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 298A00016036

ARTICLES OF INCORPORATION  
OF  
AUTO DREAMS, INC.

**FILED**  
98 APR -1 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is Auto Dreams, Inc. and its principal office is located at 407 Clearlake Road, Cocoa, Florida, 32922.

Article II - Duration

This corporation shall exist perpetually. The date of commencement of corporate existence shall be the date these articles are filed with the Secretary of State.

Article III - Purpose

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

Article V - Preemptive Rights

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which such stockholder already holds, shall have the right to purchase a pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Registered Office and Initial Registered Agent

The street address of the registered office of this corporation is 1970 Michigan Avenue, Building C, Cocoa, Florida, 32923.

The name of the initial registered agent of this corporation at that address is John L. Soileau.

#### Article VII Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time pursuant to the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Anthony Nunez  
6950 Caliph  
Port St. John, Florida 32927

Luz C. Valle  
407 Clearlake Road  
Cocoa, FL 32922

#### Article VIII - Incorporator

The name and address of the person signing these articles is John L. Soileau, 1970 Michigan Avenue, Building C, Cocoa, Florida, 32923.

#### Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the stockholders.

#### Article X - Compensation of Directors

The stockholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

#### Article XI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XII - Amendment

This corporation 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 stockholders is subject to this reservation.

Article XIII - Acceptance of Registered Agent

Having been named to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

\_\_\_\_\_  
John L. Soileau, Registered Agent

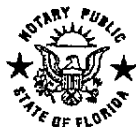
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24<sup>th</sup> day of March, 1998.

\_\_\_\_\_  
John L. Soileau  
Subscriber/Incorporator

ACKNOWLEDGMENT

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing Articles of Incorporation was acknowledged before me this 24<sup>th</sup> day of March, 1998, by John L. Soileau, who is personally known to me or who has produced ~~XXXXXX~~ as identification and who did not take an oath.



Patricia Pacillo  
My Commission CC390030  
Expires July 5, 1998

Notary Public:

Patricia Pacillo  
Name: \_\_\_\_\_  
State of Florida at Large (SEAL)  
My Commission Expires: \_\_\_\_\_