

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

800002523288--7
-05/14/98-01046-019
***131.25 ***131.25

SUBJECT: BOWEN'S AUTO SALES, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: William L. Bowen
Name (Printed or typed)

P.O. Box 350025 / 12545 Glen Abbey
Address

Grand Island, FL 32735
City, State & Zip

(352) 589-7349
Daytime Telephone number

FILED
98 MAY 14 PM 3:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

BOWEN'S AUTO SALES, INC.

FILED
98 MAY 14 PM 3:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporators submit these articles of Incorporation for the purpose of forming a for-profit corporation.

ARTICLE I

The name of the Corporation is: **BOWEN'S AUTO SALES, INC.**

ARTICLE II

The principal place of business and mailing address of this corporation is:

1720 N. Citrus Blvd., Leesburg, FL 34748

ARTICLE III

Duration: The period of its duration is perpetual.

ARTICLE IV

Purpose: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including the buying, selling used automobile, limited financing, filing, title work, minor repairs, consulting.

ARTICLE V

Capital Stock: The corporation is authorized to issue one class of stock, that stock being Three thousand (3,000) shares at One (\$1.00) Dollar per share, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

ARTICLE VI

Initial Registered Office and Agent: The name and address of the initial registered agent and office of this corporation is as follows:

WILLIAM L. BOWEN
1720 N. Citrus Blvd.
Leesburg, FL 34748

ARTICLE VII

Initial Board of Directors. This corporation shall have One (1) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than ONE (1). The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
WILLIAM L. BOWEN, President, Vice President, Secretary, Treasurer	1720 N. Citrus Blvd. Leesburg, FL 34748

ARTICLE VIII

Incorporators. The names and addresses of the Incorporators signing these Articles of Incorporation are:

NAME	ADDRESS
WILLIAM L. BOWEN	1720 N. Citrus Blvd. Leesburg, FL 34748

ARTICLE IX

Amendment of Articles. 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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these
Articles of Incorporation, this 10 day of May, 1998.

Chris Keppinger
D. L. Loh

William L. Bowen
WILLIAM L. BOWEN

Witnesses as to all
incorporators signatures
and to Registered Agent
Signature

William L. Bowen
REGISTERED AGENT

BYLAWS

OF

BOWEN'S AUTO SALES, INC.

The following shall be known as the bylaws of the Corporation, the bylaws being rules of self government of the Corporation. These bylaws are the set of rules by which the Corporation operates on a daily basis and settles disputes that may arise from time to time; and they are binding on all those associated with the Corporation either now, or in the future. If the Bylaws are found to be inconsistent with State Law, then State Law will override. The Bylaws may be amended by the Directors provided there is a majority of Directors votes favoring the amendments.

ARTICLE ONE

PURPOSE

The Corporation may take advantage of the rights granted to it by State Law, and engage in any business allowed by State Business Corporation Law.

ARTICLE TWO

DURATION

The Corporation has perpetual duration and succession in its corporate name and will exist until such time that the Board of Directors elects to end its existence.

ARTICLE THREE

POWERS

The Corporation has the powers given by State Business Corporation Law, to do all things necessary or practical to carry out its business and affairs including without limitation, the power to sue, make contracts, deal in property of any kind, make investments, borrow or lend money, be a part of another entity, or conduct its business in any way allowed by the laws of this State.

ARTICLE FOUR

SHARES

The shares of the Corporation will be common stock, with full voting rights and identical rights and privileges, with no par value. The issuance of shares will be governed by the Board of Directors, as will be the consideration to be paid for the shares, which will meet the requirements of State Business Corporation Law. The Corporation through its Board of Directors may issue fractional shares, acquire its own shares, declare and pay cash or stock dividends, or issue certificates.

In order to insure the continued existence of the Corporation, the transfer of shares of the Corporation to any individual or other entity will be restricted in the manner described herein. No shares may be transferred on the books of the Corporation unless the number of shares are first offered to the Corporation, and then to the other shareholders on a right of first refusal basis, the corporation having first option. This option to purchase the stock will expire in thirty (30) days from when offered. If the option is not exercised within the stated period, the Shareholder may dispose of the shares in any manner he wishes. The share certificates shall bear the following notice: **RESTRICTED STOCK**.

ARTICLE FIVE

MEETINGS

REGULAR MEETINGS

The Corporation may hold any number of meetings to conduct its business. At a minimum, it will hold an annual Shareholders' meeting at which the Directors will review with the Shareholders the operating results of the Corporation for the prior year, hold elections for Directors, and conduct any other business that may be necessary at that time. The place and time for the annual Shareholders' meeting will be at the offices of the Corporation on the 10th day of May at 2:00 o'clock am/pm, each year. The Secretary will give proper notice to the Shareholders as may be required by law, however that notice may be waived by the Shareholder by submitting a signed waiver either before or after the meeting, or by his attendance at the meeting. Meetings may be held in or out of this State. Minutes must be taken by the Secretary for inclusion in the Corporate Records.

SPECIAL (NON REGULAR) MEETINGS

The Corporation may hold meetings from time to time at such times and places that may be convenient. These meetings may be Directors meetings or Shareholder meetings or combined Director and shareholder meetings. Special Shareholder meetings may be called by the Board of Directors or demanded in writing by the holders of Ten percent or more shares. Special Director meetings may be called by the Chairman, the President, or any two Directors. The Corporation Secretary will give proper notice as may be required by law, however that notice may be waived by the individual by submitting a signed waiver either before or after the meeting, or by his attendance at the meeting. Meetings may be held in or out of this State. Minutes must be taken by the Secretary for inclusion in the Corporate Records.

ARTICLE SIX

VOTING

From time to time it may be necessary for a Director or Shareholder to vote on issues brought before a meeting. No voting may take place at a meeting unless there is a quorum present. That is, a quorum of Directors must be present at a meeting before any Director may vote, and likewise a quorum of Shareholders must be present at a meeting before any Shareholder may vote. A quorum of Directors at a meeting is defined as a majority of the shares entitled to vote. If a quorum is present at a meeting, action on a matter may be passed if the number of votes favoring the action is cast by a majority. For voting purposes, a Director may cast one vote, and a Shareholder may cast one vote for each share held except in the case of director elections when voting is cumulative. A Shareholder may vote in person or by proxy.

ARTICLE SEVEN

ACTION WITHOUT MEETING

Directors or Shareholders may approve actions without a formal meeting if all entitled to vote on a matter consent to taking such action without a meeting. A majority still is required to pass actions without a meeting. The action must be evidenced by a written consent describing the action taken, signed by the Directors or Shareholders (depending on which group is taking the action) indicating each signer's vote or abstention on the matter, and it must be delivered to the Corporate Secretary for inclusion with the Corporate Records.

ARTICLE EIGHT

DIRECTORS

All corporation powers will be exercised by, or under the authority of, and the business affairs of the Corporation managed under the direction of, its Board of Directors. The Board may consist of one or more individuals, who need not be Shareholders or residents of this state. The terms of the initial Directors or subsequently elected Directors will end at the next Shareholders' meeting following their election, at which time new Directors will be elected or the current Directors will be reelected.

A director may resign at any time by delivering a written notice to the Corporation. A Director may be removed at any time with or without cause if the number of votes cast to remove him exceeds the number of votes cast not to remove him. Vacancies on the Board will be filled by the Shareholders in the manner described above.

The Directors of the Corporation are not liable to either the Corporation or its Shareholders for monetary damages for a breach of fiduciary duties unless the breach involves disloyalty to the Corporation or its Shareholders, acts or omissions not in good faith, or self dealing. The Corporation may indemnify the Directors or Officers who are named as defendants in litigation relating to Corporate affairs and the Directors or Officers role therein.

ARTICLE NINE

OFFICERS

The officers of the Corporation will be initially appointed by the Board of Directors. The officers of the Corporation will be at least those required by State law, and any other officers that the Board of Directors may deem necessary. The duties and responsibilities of the Officers will be set by, and will be under the continued direction of, the Directors. Officers may be removed at any time with or without cause, and may resign at any time by delivering written notice to the Board of Directors. If allowed by state law, one person may hold more than one officer position.

PRESIDENT. The President is the principal executive officer of the Corporation and in general supervises and directs the daily business operations of the Corporation, subject to the direction of the Board of Directors. The President is also the proper official to execute contracts, share certificates, and any other document that may be required on behalf of the Corporation. The President shall also preside at all meetings of Directors or meetings of Shareholders.

SECRETARY. The Corporate Secretary will in general be responsible for the records of the Corporation which generally includes keeping minutes at any meeting, giving proper notice of any meeting, maintaining the Director and Shareholder registers and transfer records; and along with the President, sign stock certificates of the Corporation.

VICE PRESIDENT The Corporate Vice-President if appointed will be responsible for duties to be assigned by the Board of Directors.

TREASURER The Corporate treasurer if appointed will be responsible for duties to be assigned by the Board of Directors.

OTHER OFFICERS The directors may appoint other officers as they deem necessary.

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, 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.

1. The name of the corporation is: BOWEN'S AUTO SALES, INC.

2. The name and address of the registered agent and office is:

WILLIAM L. BOWEN
(NAME)

P.O. Box 350025 / 12545 Glen Abbey
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Grand Island, FL 32735
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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.


(SIGNATURE)

5-17-98
(DATE)