

P98000000385

FILED

May 15, 1998

98 JUL -8 PM 12:12

Florida Department of State  
Div. of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

300002551903--1  
-06/08/98--01140--017  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Articles of Incorporation  
Davis & Sons Auto Accessories, Inc.

To Who It May Concern:

Enclosed please find thee following listed below in order that we may file and Article of Incorporation for said business above.

1. Article of Inc. filing fee.....\$ 35.00
2. Certified Copy of document.....\$ 52.50

Total.....\$ 87.50

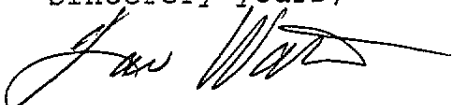
If you need any additional information or questions concerning this matter, please forward all correspondence to:

Ms. Lou Watson  
4730 Norwood Ave.  
Jacksonville, Florida 32206  
(904) 765-5535

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-07/08/98--01001--006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Sincerely yours,



Lou Watson  
Paralegal  
LW/lm

Lem

Lou Watson GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT SHARES of stock  
DATE is aware document was damaged  
DOC. # when received

WFS 1306/

P. Hall

JUL - 1998

(7)



**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

June 16, 1998

MS. LOU WATSON  
4730 NORWOOD AVE  
JACKSONVILLE, FL 32206

SUBJECT: DAVIS & SONS AUTO ACCESSORIES INC.  
Ref. Number: W98000013861

We have received your document for DAVIS & SONS AUTO ACCESSORIES INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate fees are as follows:

**CORPORATIONS FILING FEES**

Profit and NonProfit  
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

The document must state the number of shares of authorized stock.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 998A00033499

ARTICLES OF INCORPORATION  
OF  
DAVIS & SONS AUTO ACCESSORIES, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE I

The name of the Corporation shall be:

DAVIS AND SONS AUTO ACCESSORIES, INC.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this corporation is to engage in the manufacturing, marketing and sale of automobile accessories on a wholesale and/or retail basis in addition to the marketing. This corporation will also engage in any other activities or business permitted under the laws of the United States and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, manage, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes or other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To produce corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences or indebtedness created by other corporations of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges or ownership, including the right to vote such stock.

### ARTICLE III

#### Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is: 1000 SHARES

A. Shareholders of the corporation shall have preemptive rights to acquire their pro rate share of stock of the corporation for all issues of the one class of common stock of the corporation no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to case, other property, services, acquisition of other corporations shares or property through merger or extinguishment of debts. Preemptive rights shall

apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

B. This Article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders.

C. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

D. There shall be no more than fifteen (15) shareholders of this corporation at any time. Said shareholders may be real persons and/or legal entities such as corporations, associations, or partnerships.

#### ARTICLE IV

##### Term of Existence

This corporation is to exist perpetually.

#### ARTICLE V

##### Principal Place of Business

The initial street address of the principal office of this corporation is 5013 Soutel Drive, Jacksonville, Florida. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

#### ARTICLE VI

##### Directors

The business affairs of the corporation shall be a President, one or more Vice-Presidents, a Secretary, and a Treasurer elected by shareholders as provided by the By-Laws of the corporation. The shareholders may designate in the By-Laws for the deletion of the office of the Vice-President.

EARL H. DAVIS, SR.,  
President  
4920 Portsmouth Ave.  
Jacksonville, FL 32208

EARL H. DAVIS, JR.  
V-President  
4920 Portsmouth Ave.  
Jacksonville, FL 32208

FREDERICK L. DAVIS  
V-President  
1352 High Plains Drive  
Jacksonville, FL 32218

DWIGHT L. DAVIS  
Secretary  
10775 Rutgers Road  
Jacksonville, FL 32218

JALAAL O. DAVIS  
Treasurer  
800 Broward Road  
Jacksonville, FL 32208

The names and addresses of the Incorporators are:

EARL H. DAVIS, SR.,  
4920 Portsmouth Ave.  
Jacksonville, FL 32208

EARL H. DAVIS, JR.  
4920 Portsmouth Ave.  
Jacksonville, FL 32208

JALAAL O. DAVIS  
800 Broward Road  
Jacksonville, FL 32208

FREDERICK L. DAVIS  
1352 High Plains Drive  
Jacksonville, FL 32218

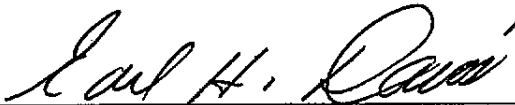
DWIGHT L. DAVIS  
10775 Rutgers Road  
Jacksonville, FL 32218

KLIFTON DAVIS  
4920 Portsmouth Ave.  
Jacksonville, FL 32208

#### ARTICLE VII

##### Registered Agent

The initial designation of the registered agent office of this corporation shall be EARL H. DAVIS, SR., 4920 Portsmouth Ave., Jacksonville, Duval County, Florida 32208. Pursuant to Florida Statutes Section 607.164, having been named to accept 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 said Act relative to keeping open said office.

  
EARL H. DAVIS, SR.

ARTICLE VIII

Amendment

The Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by a majority vote of the shareholders based on a majority of the stock entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, EARL H. DAVIS, SR., the incorporator, has hereunto set his hand and seal this 15<sup>th</sup> day of May, 1998.

Earl H. Davis  
EARL H. DAVIS, SR.

STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared, EARL H. DAVIS, SR., who, after first being duly sworn, deposes and says that he is the person described in the foregoing Articles of Incorporation and he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 15<sup>th</sup> day of May, 1998.

Lunella M. Watson  
NOTARY PUBLIC

IMPRINT STAMP>



Lunella M. Watson  
My Commission CC666462  
Expires July 27, 2001

FILED  
98 JUL -8 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA