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Sonic Automotive - 1307 N. Dixie Hwy., NSB, Inc.

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CR2E031 (1-89)

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

Sonic Automotive - 1307 N. Dixie Hwy., NSB, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**1307 N. Dixie Hwy.,
New Smyrna Beach, Florida 32168**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1,000)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

**Ken Marks, Jr.
24825 U.S. Highway 19 North
Clearwater, Florida 34623**

33763

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

**Stacey A. Barnet
Parker, Poe, Adams & Bernstein L.L.P.
2500 Charlotte Plaza
Charlotte, North Carolina 28244**

Stacey A. Barnet
Signature/Incorporator

July 16, 1998
Date

(An additional article must be added if an effective date is requested.)

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]
Signature/Registered Agent

7/20/98
Date