

P98000068707



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 916963 80881A

AUTHORIZATION :

Patricia Pizub

COST LIMIT : \$ 70.00

ORDER DATE : August 5, 1998

ORDER TIME : 1:20 PM

ORDER NO. : 916963-005

CUSTOMER NO: 80881A

CUSTOMER: Joan W. Byrd, Legal Assistant
FASSETT ANTHONY & TAYLOR,
P.A.

Orange Bank Bldg., Suite 500
14 East Washington Street
Orlando, FL 32801

700002608387--6

RECEIVED
98 AUG -6 PM 3:22
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: JOE BURNS AUTO CENTER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

624

W98-17796

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG -5 AM 11:57

RECEIVED
98 AUG -5 PM 1:53
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 5, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32302

SUBJECT: JOE BURNS AUTO CENTER, INC.
Ref. Number: W98000017796

RECEIVED

98 AUG -6 AM 11:28

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RESUBMIT

Please give original
submission date as file date

We have received your document for JOE BURNS AUTO CENTER, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The document must have original signatures.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 098A00040991

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG -5 AM 11:57

ARTICLES OF INCORPORATION
OF

JOE BURNS AUTO CENTER, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG -5 AM 11:57

The undersigned incorporator to this Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be JOE BURNS AUTO CENTER, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - INITIAL PRINCIPAL OFFICE

The initial principal office of the Corporation shall be located at 300 South Kings Road, Callahan, Florida 32011.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business purposes.

ARTICLE V - CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be

fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be 14 E. Washington Street, Suite 500, Orlando, Florida 32801.

The name of the initial registered agent of this corporation at that address shall be JOHN A. TAYLOR.

ARTICLE VII - INITIAL DIRECTORS AND OFFICERS

The names and street address of the initial members of the Board of Directors and Officers, each to hold office for the first year in existence of this corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Joe Burns	2983 North Kings Road Hilliard, Fl 32046	President, Secretary, Treasurer, Director

ARTICLE VIII - INDEMNITY

Every Director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities including attorney's fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or officer at the time such expenses are incurred, except in such cases where the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided, that in the event of any claim for reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or other officer may be entitled.

ARTICLE IX - INCORPORATOR

The following is the name and street address of the Incorporator to these Articles of Incorporation:

John A. Taylor
14 E. Washington Street, Suite 500
Orlando, Florida 32801

ARTICLE X - BY-LAWS

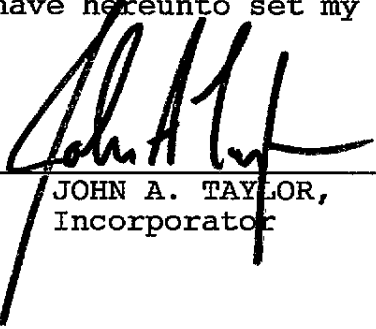
The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal By-Laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-Laws. In addition such

By-Laws may include, by unanimous decision of all the shareholders, any regulatory or restrictive provisions regarding the sale, transfer, or other disposition of any of the outstanding shares of stock of this corporation by any of its shareholders, or in the event of the death of any of its shareholders.

ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5th day of August, 1998.



JOHN A. TAYLOR,
Incorporator

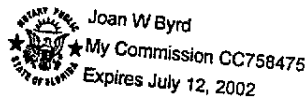
(SEAL)

STATE OF FLORIDA
COUNTY OF ORANGE.

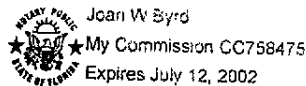
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County aforesaid, personally appeared JOHN A. TAYLOR, to me known to be the person described as the Incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 5th day of August, 1998.

(SEAL)



Joan W Byrd
Notary Public
Print Name: JOAN W BYRD
My commission expires:
Commission No.:



**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG -5 AM 11:57

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, JOE BURNS AUTO CENTER, 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 City of Callahan, County of Nassau, State of Florida, has named as its Registered Agent John A. Taylor in the City of Orlando, County of Orange, State of Florida, to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



JOHN A. TAYLOR