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E. C. (SCOTT) WRIGHT, P. A.

ATTORNEY AND COUNSELOR AT LAW

2285 W. EAU GALIE BOULEVARD

MELBOURNE, FLORIDA 32935

SCOTT WRIGHT
SUSAN BERRY
PARALEGAL

(407) 723-1997
FAX (407) 752-9962
ECWRIGHTPA@AOL.COM

December 22, 1998

SECRETARY OF STATE
Division of Corporations
The Capital
Tallahassee, Florida 32301

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****122.50 *****78.75

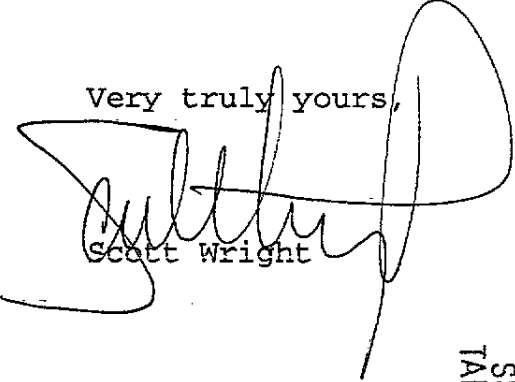
Re: LARSON AUTO SALES, INC.

Dear Sir or Madam:

I have enclosed for filing an Articles of Incorporation for the above-referenced corporation. After filing this document, please return to my office a certified copy of the Articles of Incorporation. I have also enclosed my check in the amount of \$122.50 for applicable fees.

Your attention to this matter is appreciated.

Very truly yours,


Scott Wright

SW/sv
Enclosures

FILED
99 JAN -7 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER JAN 8 1999
29127



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 30, 1998

SCOTT WRIGHT, ESQUIRE
2285 W EAU GALLIE BLVD
MELBOURNE, FL 32935

SUBJECT: LARSON AUTO SALES, INC.
Ref. Number: W98000029127

We have received your document for LARSON AUTO SALES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

In article VII, Scott Wright is the incorporator, however Douglas Larson signed the document, not Scott Wright.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 398A00060909

E. C. (SCOTT) WRIGHT, P. A.

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MELBOURNE, FLORIDA 32935

SCOTT WRIGHT

SUSAN BERRY
PARALEGAL

(407) 723-1997

FAX (407) 752-9962

ECWRIGHTPA@AOL.COM

January 4, 1999

SECRETARY OF STATE
Division of Corporations
The Capital
Tallahassee, Florida 32301

Re: LARSON AUTO SALES, INC.

Dear Sir or Madam:

I am in receipt of and thank you for your letter of December 30, 1998. I have enclosed the revised Articles of Incorporation for the above-referenced corporation and a copy of your letter. After filing this document, please return to my office a certified copy of the Articles of Incorporation.

Your attention to this matter is appreciated.

Very truly yours,


Scott Wright

SW/sv

ARTICLES OF INCORPORATION

OF

LARSON AUTO SALES, INC.

FILED

99 JAN -7 PM 12:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is LARSON AUTO SALES, INC.

ARTICLE II. DURATION

The period of duration of this corporation is perpetual.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 7,500 shares of capital stock with a par value of \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The mailing address and street address of the initial principal and registered office of this corporation is 6249 S. Babcock Street, Palm Bay, Florida 32909. The name of the initial registered agent at such address is: Douglas P. Larson

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of Directors may be either increased or diminished from time to time as provided by the Bylaws, but shall never be less than one. The name and address of the initial Director of this corporation is:

Douglas P. Larson
6249 S. Babcock Street
Palm Bay, Florida 32909

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of this corporation is:

Douglas P. Larson
6249 S. Babcock Street
Palm Bay, Florida 32909

ARTICLE VIII. INDEMNIFICATION

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

ARTICLE IX. BYLAWS

The powers to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and shareholders.

IN WITNESS WHEREOF, the undersigned have made and subscribed of these Articles of Incorporation at Melbourne, Florida, on this 22 day of December, 1998.


DOUGLAS P. LARSON

STATE OF FLORIDA
COUNTY OF BREVARD

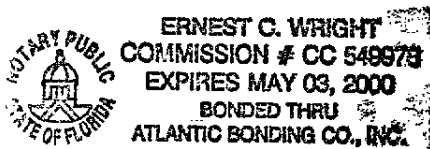
BEFORE ME, the undersigned authority, this day personally appeared DOUGLAS P. LARSON to me well known to be the person described in the foregoing Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

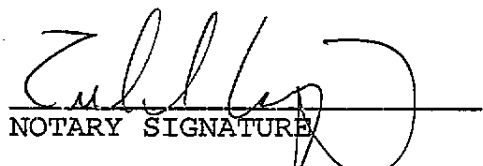
IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Melbourne, Florida, on this 22nd day of December, 1998.

Identification provided:

Known

NOTARY STAMP SEAL:




NOTARY SIGNATURE
Ernest C. Wright
NOTARY PRINTED NAME

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated as Registered Agent of LARSON AUTO SALES, INC. with the registered office at 6249 S.

Babcock Street, Palm Bay, Florida 32909, hereby consents to and accepts said designation.

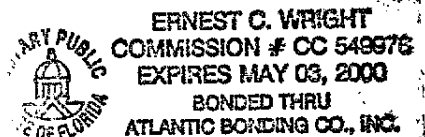
Douglas P. Larson
DOUGLAS P. LARSON

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, this day personally appeared DOUGLAS P. LARSON who is personally known to me or has produced *known* as identification, and who is well known to me to be the person described in and who executed the foregoing Acceptance of Registered Agent, and he did freely and voluntarily acknowledge before me according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Melbourne, Florida, on this *22nd* day of December, 1998.

NOTARY STAMP SEAL:



Ernest C. Wright
NOTARY SIGNATURE

Ernest C. Wright
NOTARY PRINTED NAME

FILED
99 JAN -7 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA