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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -7 AM 10:48

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

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04/07/99--01016--010
*****78.75 *****78.75

SUBJECT: MBR Asset Management Corporation
(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: Thomas E. McKean
Name (Printed or typed)

2237 W. Nine Mile Road
Address

Pensacola, FL 32534
City, State & Zip

850-494-2270
Daytime Telephone number

Thomas E. McKean
AUTHORIZATION BY PHONE TO
CORRECT Art. I & II
DATE 4/13/99
DOC. EXAM Debra Brown

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

D. BROWN APR 13 1999

**ARTICLES OF INCORPORATION
OF
MBR ASSET MANAGEMENT CORPORATION**

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The undersigned person hereby states the following in order to form a corporation pursuant to the Florida Business Corporation Act:

1. The name of this corporation is MBR Asset Management Corporation. 2237 W. Nine Mile Road - Pensacola, FL 32534.
2. The corporation is authorized to issue 10,000 shares of stock and each share shall have a par value of One, (\$1.00) Dollar.
3. The initial registered office of this corporation shall be located at 2237 W. Nine Mile Road, Pensacola, Florida 32534, and the name of the registered agent of this corporation at that address is Thomas E. McKean.
4. The name and address of each incorporator is as follows:

<u>Name</u>	<u>Post Office Address</u>
Thomas E. McKean	2237 W. Nine Mile Road Pensacola, FL 32534

5. The nature of the business of the corporation and the object or purposes proposed to be transacted, promoted or carried on by it are as follows:
 - (a) The primary purpose of the corporation shall be vehicle body manufacturing. Further to manufacture, assemble, repair, purchase, exhibit, demonstrate, lease, sell, let and deal in automobiles, motor trucks, trams, trailers, electric vehicles, vans and all kinds of vehicles, machines, and contrivances for the transfer, carriage, or transportation of goods, passengers, or mails, whether propelled by gas, electricity, natural gas, propane, or other power; motors, engines, chassis, bodies, tires, lighting, ignition systems and all parts, accessories and supplies for motor vehicles of all kinds.
 - (b) To conduct any other business enterprise not contrary to law;
 - (c) To lease, buy, sell, and otherwise deal in real estate.
 - (d) To repair, refurbish and rebuild vehicles of all kinds.
 - (e) To import, export parts, vehicles and any and all items associated with this purpose clause.

(f) To exercise all of the powers enumerated in the Florida Business Corporation Act.

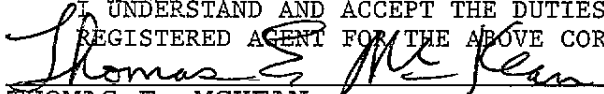
6. The President and Secretary of the corporation shall have the authority on behalf of the corporation to enter into any contract between the corporation and all of its shareholders (a) imposing restrictions on the future transfer whether inter vivos, by inheritance or testamentary gift, hypothecation or other disposition of its shares; (b) granting purchase options to the corporation or its shareholders; or (a) requiring the corporation or its shareholders to purchase such shares upon stated contingencies.

7. The number of Directors constituting the initial Board of Directors shall be three (3). The members of the initial Board of Directors and their post office addresses are:

<u>Name</u>	<u>Post Office Address</u>
Thomas E. McKean	2237 W. Nine Mile Road Pensacola, FL 32534
Thomas C. Babb	2237 W. Nine Mile Road Pensacola, FL 32534
Bennie L. Ricks, Jr.	P.O. Box 1763 Moultrie, GA 31776

8. All shares of stock issued by the corporation shall be represented by certificates.

EXECUTED this 5th day of April, 1999

I UNDERSTAND AND ACCEPT THE DUTIES AS
REGISTERED AGENT FOR THE ABOVE CORPORATION

THOMAS E. MCKEAN
Incorporator/Registered Agent

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