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Mailing Address:  
P.O. Box 2579  
Dunedin, Florida 34697

November 8, 1999

Florida Dept. of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: MCLEOD AUTOMOTIVE

200003040642--3  
-11/10/99--01030--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Please find enclosed the original Articles of Incorporation and one (1) copy, together with a check for \$78.75 for the above corporation.

Once incorporated, please send the confirmation to the above office.

Sincerely,



Giorgio Vallar  
Attorney at Law



Enclosures

FILED  
99 NOV 10 PM 4:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



# **ARTICLES OF INCORPORATION**

## **ARTICLE I NAME**

The name of the corporation shall be:

MCLEOD AUTOMOTIVE, INC.

## **ARTICLE II PURPOSE OF CORPORATION**

The Corporation shall engage in any activity or business permitted under the laws of the United States and the State of Florida under F.S. 607.0301 and 607.0302, as amended.

## **ARTICLE III PRINCIPAL OFFICE**

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

1482 Bay View Street  
Tarpon Springs, Florida 34698

## **ARTICLE IV SHARES**

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

1000 shares, each share having a par value of One Dollar (\$1.00) per share

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TALLAHASSEE  
SECRETARY OF STATE

**ARTICLE V**  
**REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Giorgio Vallar  
Attorney at Law  
1130 Pinehurst Road, Suite D.  
Dunedin, Florida 34689

**ARTICLE VI**  
**INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

James R. McLeod  
1482 Bay View Street  
Tarpon Springs, Florida 34698

**ARTICLE VII**  
**INITIAL OFFICERS**

The Initial Officers of the Corporation shall be:

President	James R. McLeod
Vice-President	Kimberly K. McLeod
Secretary	Kimberly K. McLeod
Treasurer	James R. McLeod

whose addresses shall be same as the principal office of the Corporation.

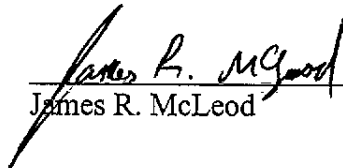
**ARTICLE VIII**  
**INITIAL DIRECTORS**

The Initial Directors of the Corporation shall be:

James R. McLeod  
Kimberly K. McLeod

whose addresses shall be the same as the principal office of the Corporation.

The undersigned incorporator(s) has(have) executed  
these Articles of Incorporation this 30<sup>th</sup> day of October, 1999.

  
James R. McLeod

**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is MCLEOD AUTOMOTIVE, INC.
2. The name and address of the registered agent and office is:

Giorgio Vallar  
Attorney at Law  
1130 Pinehurst Road, Suite D.  
Dunedin, Florida 34689

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TALLAHASSEE FLORIDA

*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.*

  
Giorgio Vallar

11-9-99  
\_\_\_\_\_  
Date