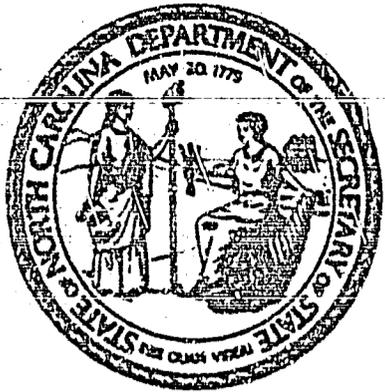


Mail: Lonnie Malines, 1322 Oak Grove Rd. W.S. N.C. 27103



# State of North Carolina



Department  
of the  
Secretary of State

49

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached ( 2 sheets) to be a true copy of

ARTICLES OF INCORPORATION

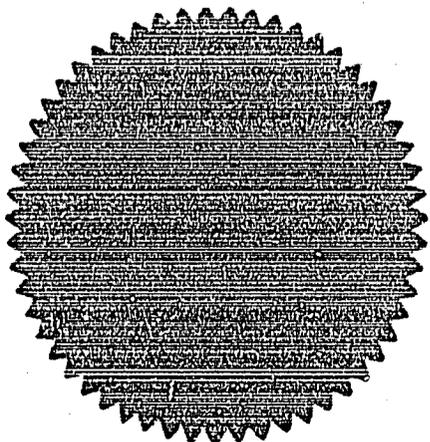
OF

M AND M AUTOMOTIVE AND SPEED SHOP CORPORATION

and the probates thereon, the original of which was filed in this office on the 28th day of July 1975, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 28th day of July in the year of our Lord 19 75.



*Thad Eure*  
Secretary of State

By *[Signature]*  
Deputy Secretary of State

203049

FILED

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THAD EURE  
SECRETARY OF STATE  
NORTH CAROLINA

ARTICLES OF INCORPORATION

OF

M AND M AUTOMOTIVE AND SPEED SHOP CORPORATION  
(NAME OF CORPORATION)

We, the undersigned natural persons of the age of eighteen years or more, do hereby associate ourselves into a business corporation under the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina, entitled "Business Corporation Act," and the several amendments thereto, and to that end do hereby set forth:

1. The name of the Corporation is M and M Automotive and Speed Shop Corporation

2. The period of duration of the corporation shall be Perpetual.  
(May be perpetual or for a limited period)

3. The purpose or purposes for which the corporation is organized are: To engage in the general business of selling, distributing, renting and repairing automobiles both new and used; To engage in and conduct any and all activities relating to the merchandising of automobiles including the purchase, sale, trade, financing, renting, leasing and otherwise dealing with automobiles; To repair, service and otherwise maintain and improve automobiles both domestic and foreign make, including the right to operate a service station; To buy, sell, trade, service, repair, lease, rent or otherwise deal with any other vehicles or modes of transportation including marine supplies and equipment and to merchandise and generally deal with any and all parts, supplies, equipment and other products relating to automobiles.

4. The aggregate number of shares which the corporation shall have authority to issue is 1000, divided into one classes. The designation of each class, number of shares of each class, series, if any, within each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, is as follows:

| Class   | Series | Number of Shares | Par value per share |
|---------|--------|------------------|---------------------|
| Common. | A      | 1000             | \$100.00            |

The preferences, limitations and relative rights in respect of the shares of each class are as follows:

1. The common stock shall have the exclusive right to vote in all meetings of the stockholders and the exclusive right to subscribe for any additional issue of stock.

2. Upon dissolution of the corporation, the common stock shall be entitled to the entire net assets of the corporation remaining after taxes.

5. The minimum amount of consideration for its shares to be received by the corporation before it shall commence business is \$ 300.00

6. The address of the initial registered office of the corporation (including county and city or town, and street and number, if any) is 2360 Old Lexington Road, Forsyth County, Winston-Salem, North Carolina.

and the name of the initial registered agent at such address is Lonnie Haines.

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7. The number of directors of the corporation may be fixed by the by-laws, but shall not be less than three (except as permitted by N.C.G.S. 55-25).

The number of directors constituting the initial board of directors shall be ~~(3) - three~~ , and the name and address (including street and number, if any) of each person who is to serve as a director until the first meeting of shareholders or until his successor be elected and qualified is:

| NAMES                 | ADDRESSES                                       |
|-----------------------|---|
| <u>Lonnie Maines</u>  | <u>1322 Oak Grove Road, Winston-Salem, N.C.</u> |
| <u>John M. Martin</u> | <u>609 Beth Avenue, Winston-Salem, N.C.</u>     |
| <u>Fern Martin</u>    | <u>609 Beth Avenue, Winston-Salem, N.C.</u>     |

8. The name and address (including street and number, if any) of each incorporator is:

| NAMES                 | ADDRESSES                                       |
|-----------------------|---|
| <u>Lonnie Maines</u>  | <u>1322 Oak Grove Road, Winston-Salem, N.C.</u> |
| <u>John M. Martin</u> | <u>609 Beth Avenue, Winston-Salem, N.C.</u>     |
| <u>Fern Martin</u>    | <u>609 Beth Avenue, Winston-Salem, N.C.</u>     |

9. In addition to the general powers granted corporations under the laws of the State of North Carolina, the corporation shall have full power and authority to conduct and carry on any activities that might be reasonably related to the purpose of this corporation and not inconsistent therewith; to do and perform all acts and things necessary and requisite to the conducting and carrying on of the aforesaid business of the corporation including but not limited to any and all powers granted by Chapter 55 of the General Statutes of the State of North Carolina to corporations.

10. The pre-emptive rights of the stockholders by the majority share-holders, have priority rights of the regulations of the internal affairs of this corporation.

IN TESTIMONY WHEREOF, we have hereunto set our hands, this the 24th day of May, A.D. 1975

Lonnie Maines  
 Lonnie Maines  
John M. Martin  
 John M. Martin  
Fern Martin  
 Fern Martin

\* Insert any provision desired to be included in the Articles of Incorporation such as: pre-emptive rights of shareholders, regulation of internal affairs of the corporation, any matters required to be set forth in the by-laws, etc. See chapter 55 of the General Statutes.

STATE OF NORTH CAROLINA

COUNTY OF FORSYTH

THIS IS TO CERTIFY, that on the 24<sup>th</sup> day of May, A. D. 1975,  
before me, a Notary Public personally appeared Louis Haines,  
John H. Martin, and Fern Martin, who

I am satisfied are the persons named in and who executed the foregoing Articles of Incorporation, and I having first made known to them the contents thereof, they did each acknowledge that they signed and delivered the same as their voluntary act and deed for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, this  
the 24<sup>th</sup> day of May, A. D. 1975.



Michael Vale

My Commission expires:  
April 16, 1980

PRESENTED FOR  
REGISTRATION  
AND RECORDED

AUG 5 1 33 PM '75

EUNICE AYERS  
REGISTER OF DEEDS  
FORSYTH CTY. N.C.

BOOK 1152P1763

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