

**STATE OF GEORGIA**  
**Secretary of State**  
**Corporations Division**  
**313 West Tower**  
**2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

**CERTIFICATE OF INCORPORATION**

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

**Lou Sobh Automotive of Newnan, Inc.**  
a Domestic Profit Corporation

has been duly incorporated under the laws of the State of Georgia on **07/13/2021** by the filing of articles of incorporation in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on **07/20/2021**.



*Brad Raffensperger*

Brad Raffensperger  
Secretary of State

**ARTICLES OF INCORPORATION**

\*Electronically Filed\*

Secretary of State

Filing Date: 7/13/2021 5:19:42 PM

**BUSINESS INFORMATION**

**CONTROL NUMBER** 21197314  
**BUSINESS NAME** Lou Sobh Automotive of Newnan, Inc.  
**BUSINESS TYPE** Domestic Profit Corporation  
**EFFECTIVE DATE** 07/13/2021  
**SHARES** 100000

**PRINCIPAL OFFICE ADDRESS**

**ADDRESS** 1105 Buford Rd., Cumming, GA, 30041, USA

**REGISTERED AGENT**

| <b>NAME</b>  | <b>ADDRESS</b>                           | <b>COUNTY</b> |
|--------------|--|---------------|
| Michael Sobh | 1105 Buford Rd., Cumming, GA, 30041, USA | Forsyth       |

**INCORPORATOR(S)**

| <b>NAME</b>      | <b>TITLE</b> | <b>ADDRESS</b>  |
|------------------|--------------|---|
| Wood & Bemby LLC | INCORPORATOR | 150 South Perry St., Suite 150, Lawrenceville, GA, 30046, USA |

**OPTIONAL PROVISIONS**

**AUTHORIZED SHARES** The Corporation has the authority to issue not more than 100,000 shares of common stock, no par value per share. **STATUTORY CLOSE CORPORATION** The Corporation is a statutory close corporation under the terms of Article 9 of the Georgia Business Corporation Code. **PURPOSE** The Corporation is organized for the purpose of engaging in any and all lawful businesses not specifically prohibited to corporations for profit under the laws of the State of Georgia, and the Corporation shall have all powers necessary to conduct any such businesses and all other powers enumerated in the Georgia Business Corporation Code or under any act amendatory thereof, supplemental thereto, or substituted therefor. **DIRECTOR LIABILITY** No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for any action taken, or any failure to take action, as a director; provided, however, that to the extent required by applicable law, this Article shall not eliminate or limit the liability of a director (i) for any appropriation, in violation of his duties, of any business opportunity of the Corporation, (ii) for acts or omissions which involve intentional misconduct or a knowing violation of law, (iii) for the types of liability set forth in Section 14-2-832 of the Georgia Business Corporation Code, or (iv) for any transaction from which the director derived an improper personal benefit. If applicable law is amended to authorize corporate action further eliminating or limiting the liability of directors, then the liability of each director of the Corporation shall be eliminated or limited to the fullest extent permitted by applicable law, as amended. Neither the amendment or repeal of this Article, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article, shall eliminate or reduce the effect of this Article in respect of any acts or omissions occurring prior to such amendment, repeal, or adoption of an inconsistent provision. **ACTIONS BY CONSENT OF SHAREHOLDERS** Pursuant to Section 14-2-704 of the Georgia Business Corporation Code, any action required or permitted to be taken at a shareholders' meeting may be taken without a meeting if the action is authorized by the written consent of persons who would be entitled to vote at a shareholders' meeting and who hold shares having the voting power to cast not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shareholders entitled to vote were present and voted.

**AUTHORIZER INFORMATION**

**AUTHORIZER SIGNATURE** Wood & Bemby LLC by Morgan Bemby  
**AUTHORIZER TITLE** Incorporator

