



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 32090		2. Name of Corporation Fox Enterprises, Inc.			
3. Street Address Principal Business Office 415 TAUNTON AVE			City EAST PROVIDENCE	State RI	Zip 02914
4. Business Phone No. 4014380350		5. State of Incorporation RHODE ISLAND			6. SIC Code 3319
7. Brief Description of the Character of Business Conducted in Rhode Island SALE OF MOTOR VEHICLES AND REALTED GOODS					
8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Jack H. Fox		Vice President Name Owen Walton			
Street Address 415 Taunton Avenue		Street Address 415 Taunton Avenue			
City East Providence	State RI	Zip 02914	City East Providence	State RI	Zip 02914
Secretary Name Jack H. Fox		Treasurer Name Owen Walton			
Street Address Same As Above		Street Address Same As Above			
City	State	Zip	City	State	Zip
9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name Jack H. Fox		Director Name Owen Walton			
Street Address Same As Above		Street Address Same As Above			
City	State	Zip	City	State	Zip
Director Name		Director Name			
Street Address		Street Address			
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
300	NO PAR VALUE		300	Common	None

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



3 2 0 9 0

File Date 2/17/05
Check No. 010608
By: W.
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] 2/17/05
Signature of Officer Date
Jack H. Fox
Print or Type Name of Officer
President
Title of Officer



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 32090		2. Name of Corporation Fox Enterprises, Inc.			
3. Street Address Principal Business Office 415 TAUNTON AVE			City EAST PROVIDENCE	State RI	Zip 02914
4. Business Phone No. 4014380350		5. State of Incorporation RHODE ISLAND			6. SIC Code 3319
7. Brief Description of the Character of Business Conducted in Rhode Island SALE OF MOTOR VEHICLES AND REALTED GOODS					
8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Jack H. Fox		Vice President Name Owen H. Walton, Jr.			
Street Address 415 Taunton Avenue		Street Address 415 Taunton Avenue			
City East Providence	State RI	Zip 02914	City East Providence	State RI	Zip 02914
Secretary Name Jack H. Fox		Treasurer Name Owen H. Walton, Jr.			
Street Address Same As Above		Street Address Same As Above			
City	State	Zip	City	State	Zip
9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name Owen H. Walton, Jr.		Director Name Jack H. Fox			
Street Address Same As Above		Street Address Same As Above			
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> AUTHORIZED SHARES					
Number of Shares			Class/Series		
300 NO PAR VALUE			Common		
11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> ISSUED SHARES					
Number of Shares		Class/Series		Par Value	
300		Common		No Par	

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



3 2 0 9 0

32090 DBC 01/23/04 10:26:04 AM

File Date 2/2/04

Check No. 007124

By: KML

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] 1/27/04
Signature of Officer Date
Jack H. Fox
Print or Type Name of Officer
President
Title of Officer



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. *32090*		2. Name of Corporation Fox Enterprises, Inc.	
3. Street Address Principal Business Office 415 TAUNTON AVE		City EAST PROVIDENCE	State RI
		Zip 02914	
4. Business Phone No. 4014380350	5. State of Incorporation RHODE ISLAND		6. SIC Code 3319
7. Brief Description of the Character of Business Conducted in Rhode Island SALE OF MOTOR VEHICLES AND REALTED GOODS			

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Jack H. Fox			Vice President Name Owen H. Walton, Jr.		
Street Address 415 Taunton Avenue			Street Address 415 Taunton Avenue		
City East Providence	State RI	Zip 02914	City East Providence	State RI	Zip 02914
Secretary Name Jack H. Fox			Treasurer Name Owen H. Walton		
Street Address 415 Taunton Avenue			Street Address 415 Taunton Avenue		
City East Providence	State RI	Zip 02914	City East Providence	State RI	Zip 02914

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name Jack H. Fox			Director Name Owen H. Walton		
Street Address same as above			Street Address Same as above		
City	State	Zip	City	State	Zip
Director Name			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
300	NO PAR VALUE		300	Common	No Par

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



32090 DBC2/5/039:49:57 AM

File Date 2-11-03

Check No. 2035

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] 2/7/03

Signature of Officer Date

Jack H. Fox

Print or Type Name of Officer

President

Title of Officer



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001
Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **32090** 2. Name of Corporation **Fox Enterprises, Inc.**

3. Street Address Principal Business Office **415 Taunton Avenue** City **E. Providence** State **RI** Zip **02914**
4. Business Phone No. **438-0350** 5. State of Incorporation **RHODE ISLAND** 6. ~~438-0350~~

7. Brief Description of the Character of Business Conducted in Rhode Island

~~sale of motor vehicles and related goods~~

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Jack H. Fox	Vice President Name Owen H. Walton, Jr.
Street Address 415 Taunton Avenue	Street Address 415 Taunton Avenue
City State Zip E. Prov. RI 02914	City State Zip E. Prov. RI 02914
Secretary Name Jack H. Fox	Treasurer Name Owen H. Walton, Jr.
Street Address 415 Taunton Avenue	Street Address 415 Taunton Avenue
City State Zip E. Prov. RI 02914	City State Zip E. Prov. RI 02914

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name n/a	Director Name
Street Address	Street Address
City State Zip	City State Zip
Director Name	Director Name
Street Address	Street Address
City State Zip	City State Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares	Class/Series	Par Value
300	NO PAR	VAL

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares	Class/Series	Par Value
300	Common	no par

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 3 2 0 9 0 *

FILED

File Date: MAR 02 2001

Check No.: By cc 0169

By: cc

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Jack H. Fox 2/27/01
Signature of Officer Date

JACK H. FOX
Print or Type Name of Officer

Pres
Title of Officer



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **32090** 2. Name of Corporation **Fox Enterprises, Inc.**

3. Street Address Principal Business Office **415 Taunton Avenue** City **E. Providence** State **RI** Zip **02914**
4. Business Phone No. **438-0350** 5. State of Incorporation **RHODE ISLAND** 6. SIC Code **3319**

7. Brief Description of the Character of Business Conducted in Rhode Island
sale of motor vehicles and related goods

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Jack H. Fox	Vice President Name Owen H. Walton, JR.
Street Address 415 Taunton Avenue	Street Address 415 Taunton Avenue
City State Zip E. Prov. RI 02914	City State Zip E. Prov. RI 02914
Secretary Name Jack H. Fox	Treasurer Name Owen H. Walton, Jr.
Street Address 415 Taunton Avenue	Street Address 415 Taunton Avenue
City State Zip E. Prov. RI 02914	City State Zip E. Prov. RI 02914

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name N/A	Director Name
Street Address	Street Address
City State Zip	City State Zip
Director Name	Director Name
Street Address	Street Address
City State Zip	City State Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES
Number of Shares Class/Series Par Value
300 NO PAR VAL

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES
Number of Shares Class/Series Par Value
300 Common no par

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 3 2 0 9 0 *

File Date: 2/4/2000
Check No.: 6745
By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: 2-3-00
Jack H. Fox
Print or Type Name of Officer
President
Title of Officer



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **32090** 2. Name of Corporation **Fox Enterprises, Inc.**

3. Street Address Principal Business Office
415 Taunton Avenue City **E. Providence** State **RI** Zip **02914**

4. Business Phone No. **438-0350** 5. State of Incorporation **RHODE ISLAND** 6. SIC Code **3319**

7. Brief Description of the Character of Business Conducted in Rhode Island
sale of motor vehicles and related goods

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) • FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Jack H. Fox	Vice President Name Owen H. Walton, Jr.
Street Address 415 Taunton Avenue	Street Address 415 Taunton Avenue
City State Zip E. Prov. RI 02914	City State Zip E. Prov. RI 02914

Secretary Name Jack H. Fox	Treasurer Name Owen H. Walton, Jr.
Street Address 415 Taunton Avenue	Street Address 415 Taunton Avenue
City State Zip E. Prov. RI 02914	City State Zip E. Prov. RI 02914

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) • FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name N/A	Director Name
Street Address	Street Address
City State Zip	City State Zip
Director Name	Director Name
Street Address	Street Address
City State Zip	City State Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	Class/Series	Par Value
300 NO PAR VAL		

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES	Class/Series	Par Value
300	Common	no par

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 1/21/99

Check No.: 5721

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: 4/18/99

Print or Type Name of Officer: Jack H. Fox

Title of Officer: President



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street Providence, RI 02903-1335
401-277-3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1998
Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **32090** 2. Name of Corporation **Fox Enterprises, Inc.**
3. Street Address Principal Business Office **415 Taunton Avenue** City **East Providence** State **RI** Zip **02914**
4. Business Phone No. **438-0350** 5. State of Incorporation **RHODE ISLAND** 6. SIC Code **3319**

7. Brief Description of the Character of Business Conducted in Rhode Island
sale of motor vehicles and related goods

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

President Name Jack H. Fox Street Address 415 Taunton Avenue City East Prov. State RI Zip 02914	Vice President Name Owen H. Walton, Jr. Street Address 415 Taunton Avenue City East Prov. State RI Zip 02914
Secretary Name Jack H. Fox Street Address 415 Taunton Avenue City East Prov. State RI Zip 02914	Treasurer Name Owen H. Walton, Jr. Street Address 415 Taunton Avenue City East Prov. State RI Zip 02914

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

Director Name N/A Street Address City State Zip	Director Name Street Address City State Zip
Director Name Street Address City State Zip	Director Name Street Address City State Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES
Number of Shares Class/Series Par Value
300 NO PAR VAL

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES
Number of Shares Class/Series Par Value
300 Common no par

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 3 2 0 9 0 *

File Date: 2/20/98

Check No.: 4813

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer [Signature] Date 2/13/98

Jack H. Fox

Print or Type Name of Officer

President

Title of Officer



PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **32090** 2. Name of Corporation **Fox Enterprises, Inc.**
3. Street Address Principal Business Office **415 Taunton Avenue** City **E. Providence** State **RI** Zip **02914**
4. Business Phone No. **438-0350** 5. State of Incorporation **RHODE ISLAND** 6. SIC Code **3319**
7. Brief Description of the Character of Business Conducted in Rhode Island
retail sale of motor vehicles and related goods

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

President Name Jack H. Fox	Vice President Name Owen H. Walton Jr.
Street Address 415 Taunton Avenue	Street Address 4551 Gulf Shore Blvd.
City State Zip East Providence RI 02914	City State Zip Naples FL 33939
Secretary Name Jack H. Fox	Treasurer Name Owen H. Walton Jr.
Street Address 415 Taunton Avenue	Street Address 4551 Gulf Shore Blvd.
City State Zip East Providence RI 02914	City State Zip Naples FL 33939

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

Director Name	Director Name
Street Address	Street Address
City State Zip	City State Zip
Director Name	Director Name
Street Address	Street Address
City State Zip	City State Zip

10. SHARES AUTHORIZED AND ISSUED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
300 NO PAR VAL			300	Common	No Par Value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 3/4/97
Check No.: 3864
By: JmL
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: 2-26-97
Print or Type Name of Officer: JACK FOX
Title of Officer: PRESIDENT

PROFIT CORPORATION ANNUAL REPORT

1996



State of Rhode Island and Providence Plantations
James R. Langevin, Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335 • (401) 277-3040

Filing Period: January 1-March 1
Filing Fee: \$50.00

PLEASE TYPE OR PRINT IN BLACK INK.

1. CORPORATE ID NO. 32090		2. NAME OF CORPORATION Fox Enterprises, Inc.	
3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE 415 Taunton Avenue		CITY East Prov.	STATE RI
4. BUSINESS PHONE NO. 401-438-0350		5. STATE OF INCORPORATION RHODE ISLAND	6. SIC CODE 3319
7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND retail sale of motor vehicles and related goods			

8. NAMES AND ADDRESSES OF THE OFFICERS					
PRESIDENT NAME Jack H. Fox			VICE PRESIDENT NAME Owen H. Walton, Jr.		
STREET ADDRESS 415 Taunton Avenue			STREET ADDRESS P.O. Box 331		
CITY E. Prov.	STATE RI	ZIP CODE 02914	CITY Londonderry	STATE NH	ZIP CODE 03053
SECRETARY NAME Jack H. Fox			TREASURER NAME Owen H. Walton, Jr.		
STREET ADDRESS 415 Taunton Avenue			STREET ADDRESS P.O. Box 331		
CITY E. Prov.	STATE RI	ZIP CODE 02914	CITY Londonderry	STATE NH	ZIP CODE 03053

9. NAMES AND ADDRESSES OF THE DIRECTORS					
DIRECTOR NAME NONE			DIRECTOR NAME		
STREET ADDRESS			STREET ADDRESS		
CITY	STATE	ZIP CODE	CITY	STATE	ZIP CODE
DIRECTOR NAME			DIRECTOR NAME		
STREET ADDRESS			STREET ADDRESS		
CITY	STATE	ZIP CODE	CITY	STATE	ZIP CODE

10. SHARES AUTHORIZED AND ISSUED					
AUTHORIZED SHARES			ISSUED SHARES		
NUMBER OF SHARES	CLASS / SERIES	PAR VALUE	NUMBER OF SHARES	CLASS / SERIES	PAR VALUE
300	NO PAR VAL		300	Common	No Par

This report must be **SIGNED IN INK** by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date:

2/13/96

Check No:

2129

By:

JB

Signature of Officer

Jack H. Fox, Pres.

Jack H. Fox
Print or Type Name of Officer

Pres.
Title of Officer

2/9/96
Date



OK # 12499

ALL ENTRIES MUST BE COMPLETED IN FULL OR THE FORM WILL BE RETURNED.

0032090

1995

Corporate ID: _____ Annual Report for the year: _____
 Fox Enterprises, Inc.

Name of Corporation: _____

Business entity organized under the laws of the State of: RI

Business Entity is (check one):

Business Corporation (See RIGL Chapter 7-1.1)

Professional Service Corporation (See RIGL Chapter 7-5.1)

For foreign entity, address and telephone number of principal office:

Brief statement of the character of business conducted in Rhode Island:

retail sale of motor vehicles
and related goods

Phone: () _____

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):

415 Taunton Avenue
East Providence, RI 02914

Phone: (401) 438-0350

THE NAMES OF THE OFFICERS ARE:

PRESIDENT	STREET ADDRESS	CITY/STATE	ZIP CODE
Jack H. Fox	415 Taunton Avenue East Providence, RI	02914	
VICE PRESIDENT			
Owen H. Walton, Jr.	4551 Gulf Shore Blvd. Naples, FL	33939	
SECRETARY			
Jack H. Fox	415 Taunton Avenue East Providence, RI	02914	
TREASURER			
Owen H. Walton	4551 Gulf Shore Blvd. Naples, FL	33939	

Jack H. Fox

415 Taunton Avenue East Providence, RI 02914

VICE PRESIDENT

STREET ADDRESS

CITY/STATE

ZIP CODE

Owen H. Walton, Jr.

4551 Gulf Shore Blvd. Naples, FL 33939

SECRETARY

STREET ADDRESS

CITY/STATE

ZIP CODE

Jack H. Fox

415 Taunton Avenue East Providence, RI 02914

TREASURER

STREET ADDRESS

CITY/STATE

ZIP CODE

Owen H. Walton

4551 Gulf Shore Blvd. Naples, FL 33939

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE

NUMBER OF SHARES AUTHORIZED (Rider may be attached)

Number of Shares 300 Class / Series Common

NUMBER OF SHARES ISSUED AND OUTSTANDING (Rider may be attached)

Number of Shares 300 Class / Series Common

Date February 23, 1995

By: Jack H. Fox

PRINT OR TYPE NAME OF OFFICER SIGNING
 TITLE OF OFFICER SIGNING
President

Form 31 1/95

DESIGNATED REGISTERED AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the registered office and/or registered agent indicated below is incorrect, Form 9 must be filed.

JOSHUA TEVEROW
 55 PINE STREET
 PROVIDENCE RI 02903

MAR 1 1995
 RR

Registration Fee \$50.00
 payable to:
 Secretary of State

PLEASE TYPE or PRINT
 State of Rhode Island and Providence Plantations
 Office of The Secretary of State
 100 North Main Street
 Providence, Rhode Island 02903 1335
 401 277-3040

File Annually
 I.L.C. Sept. 1 - Nov. 1
 CORP. Jan. 1 - March 1

Corporate ID: 0032090 Annual Report for the year: 1994

Name of Business Entity: Fox Enterprises, Inc.

Business entity organized under the laws of the State of RI

Federal Taxpayer Identification Number: 05-0411603

For foreign entity, address and telephone number of principal office

Phone

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):

415 Taunton Avenue
East Providence, RI 02914

Phone 401 438-0350

Business Entity is (check one):

- Business Corporation (See RIGL Chapter 7-1.1)
- Professional Service Corporation (See RIGL Chapter 7-5.1)
- Limited Liability Company (See RIGL 7-16)

Name, title and mailing address of contact person to whom communications may be directed

Jack H. Fox
415 Taunton Avenue
Providence, RI 02914

Brief statement of the character of business conducted in Rhode Island
retail sale of motor vehicles
and related goods

Date of Organization: 4/27/85 10/26/81

Date of Qualification to do business in Rhode Island (if foreign entity)

THE NAMES OF THE OFFICERS ARE:

OFFICE	NAME	STREET ADDRESS	CITY, STATE	ZIP CODE
<input checked="" type="checkbox"/> PRESIDENT (Check One)	<u>Jack H. Fox</u>	<u>415 Taunton Avenue</u>	<u>East Providence, RI</u>	<u>02914</u>
<input checked="" type="checkbox"/> VICE PRESIDENT (Check One)	<u>Owen H. Walton, Jr.</u>	<u>4551 Gulf Shore Blvd.,</u>	<u>Naples, FL</u>	<u>33939</u>
<input checked="" type="checkbox"/> SECRETARY (Check One)	<u>Jack H. Fox</u>	<u>415 Taunton Avenue</u>	<u>East Providence, RI</u>	<u>02914</u>
<input checked="" type="checkbox"/> TREASURER (Check One)	<u>Owen H. Walton, Jr.</u>	<u>4551 Gulf Shore Blvd.,</u>	<u>Naples, FL</u>	<u>33939</u>

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY, STATE	ZIP CODE

NUMBER OF SHARES AUTHORIZED (If Applicable)

NUMBER 300
CLASS Common
SERIES -
PAR VALUE OR WITHOUT PAR No Par Value

NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)

NUMBER 300
CLASS Common
SERIES -
PAR VALUE OR WITHOUT PAR No Par Value

Date April 5, 1994

By Jack H. Fox
PRINT OR TYPE NAME OF OFFICER SIGNING

Jack H. Fox, President
TITLE OF OFFICER SIGNING

FILED
APR 7 1994
By 9900-#2575

Form 21 - 1994

DESIGNATED REGISTERED OR RESIDENT AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the Corporation has changed its registered office and/or registered or resident agent, Form 9 or Form I.L.C. 3 must be filed

JOSHUA TEVEROW
55 FINE STREET
PROVIDENCE RI 02903

Filing Fee \$50.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0032090 Annual Report for the year 1993

FIRST: The name of the corporation is Fox Enterprises, Inc.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is retail sale of motor vehicles
and related goods

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island 415 Taunton Avenue, East Providence, RI

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	
Jack H. Fox	President	415 Taunton Avenue, East Providence, RI
Owen H. Walton, Jr.	Vice President	4551 Gulf Shore Blvd., Naples, FL 33939
Jack H. Fox	Secretary	415 Taunton Avenue, East Providence, RI
Owen H. Walton, Jr.	Treasurer	4551 Gulf Shore Blvd., Naples, FL 33939

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	-	No Par
300	Common	-	No Par

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	-	No Par

Rec'd & Filed APR 7 1993
AMC#29
1660

Dated January 21, 19 93

Fox Enterprises, Inc.
(Name of Corporation)

By [Signature]

Title Jack H. Fox, President

(Report must be signed by an officer)

Filing Fee \$50.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0032090 Annual Report for the year 1991

FIRST: The name of the corporation is Fox Enterprises, Inc.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is retail sale of motor vehicles and related goods

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island 415 Taunton Avenue, East Providence, RI

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	
Jack H. Fox	President	415 Taunton Avenue, East Providence, RI
Owen H. Walton	Vice President	P.O. Box 331, Londonderry, NH 03053
Jack H. Fox	Secretary	415 Taunton Avenue, East Providence, RI
Owen H. Walton	Treasurer	P.O. Box 331, Londonderry, NH 03053

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common		No Par
300	Common		No Par

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common		No Par

Dated March 1 1991

Fox Enterprises, Inc.
(Name of Corporation)

By [Signature]

Title Jack H. Fox - President

(Report must be signed by an officer)

PAID
MAR 25 1991
SECY OF STATE

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903



Corporate ID 32090

Annual Report for the year 1990

FIRST: The name of the corporation is Fox Enterprises, Inc.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is retail sale of motor vehicles and related goods

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island 415 Taunton Avenue, East Providence, RI

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	
Jack H. Fox	President	415 Taunton Avenue, East Providence, RI
Owen H. Walton	Vice President	P.O. Box 331, Londonderry, NH 03053
Jack H. Fox	Secretary	415 Taunton Avenue, East Providence, RI
Owen H. Walton	Treasurer	P.O. Box 331, Londonderry, NH 03053

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	-	No Par
300	Common	-	No Par

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	-	No Par

Dated February 1, 1990

Fox Enterprises, Inc.
(Name of Corporation)

By

Jack Fox
Title Jack Fox President

(Report must be signed by an officer)

PAID
FEB 27 1990
CORPORATION

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0082030 Annual Report for the year 1989

FIRST: The name of the corporation is Fox Enterprises, Inc.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is retail sale of motor vehicles
and related goods.

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island 415 Taunton Avenue, East Providence, RI

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
.....	Director
.....	Director
.....	Director
Jack H. Fox, Jr.	President	415 Taunton Avenue, East Providence, RI
Owen H. Walton	Vice President	P.O. Box 331, Londonderry, NH 03053
Jack H. Fox	Secretary	415 Taunton Avenue, East Providence, RI
Owen H. Walton, Jr.	Treasurer	P.O. Box 331, Londonderry, NH 03053

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	-	No Par Value
300	Common	-	No Par Value
			No Voting

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	-	No Par Value

MAILED
APR 17 1989
CORPORATE SERVICES

Dated February 15 19 89

Fox Enterprises, Inc.
(Name of Corporation)

By Jack H. Fox

Title President, Jack H. Fox

(Report must be signed by an officer)

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

D. L.

Corporate ID 32090 Annual Report for the year 1988

FIRST: The name of the corporation is Fox Enterprises, Inc.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is retail sale of motor vehicles
and related goods

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island

415 Taunton Avenue, East Providence, RI

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	
Jack H. Fox, Jr.	President	415 Taunton Avenue, E. Providence, RI
Owen H. Walton	Vice President	P.O. Box 331, Londonderry, NH 03053
Jack H. Fox	Secretary	415 Taunton Avenue, E. Providence, RI
Owen H. Walton, Jr.	Treasurer	P.O. Box 331, Londonderry, NH 03053

SEVENTH: Number of Shares authorized:

No. of Shares	Class
500	Common
300	Common

Par Value
or statement that
shares are without
par value

No Par Value
No Par Value
No Voting

EIGHTH: Number of Shares issued:

No. of Shares	Class
500	Common

Par Value
or statement that
shares are without
par value

No Par Value

Dated January 31, 1988

Fox Enterprises, Inc.
(Name of Corporation)

By *Jack H. Fox*

Title President, Jack H. Fox

(Report must be signed by an officer)

Filing fee: \$15.00

To be filed annually between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1987

FIRST: The name of the corporation is Fox Enterprises, Inc.
SECOND: It is incorporated under the laws of Rhode Island
THIRD: Character of business, briefly stated, is retail sale of motor vehicles and related goods
FOURTH: If foreign corporation, address of its principal office
FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) 415 Taunton Avenue, East Providence, RI
SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
	Director	
	Director	
	Director	
Jack H. Fox	President	415 Taunton Avenue, E. Providence, RI
Owen H. Walton, Jr.	Vice President	P.O. Box 331 Londonderry, NH
Jack H. Fox	Secretary	415 Taunton Avenue, E. Providence, RI
Owen H. Walton, Jr.	Treasurer	P.O. box 331, Londonderry, NH 03053

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	-	No Par Value
300	Common	-	No Par Value No Voting

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
300	Common	-	No Par Value

Dated: January 31, 1987 Fox Enterprises, Inc.
(Name of Corporation)

JUN 25 1987
[Signature]

06/26/87
BY *[Signature]*
Title President, Jack H. Fox
(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form #9 must be filed. Please contact Corporation Division for information. 277-3040

0294801
5.00

Filing fee: \$15.00

To be filed annually between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

32090

Annual Report for the year 1986

FIRST: The name of the corporation is FOX ENTERPRISES, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is Retail sale of motor vehicles and related goods

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) 415 Taunton Avenue, East Providence, Rhode Island

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
Owen H. Walton, Jr.	Director	P.O. BOX 331, Londonderry, NH.
Jane T. Walton	Director	P.O. BOX 331, Londonderry, NH.
JACK H. FOX	Director	3111 Diamond Hill Road, Cumberland, RI
JACK H. FOX	President	3111 Diamond Hill Road, Cumberland, RI
Owen H. Walton, Jr.	Vice President	P.O. BOX 331, Londonderry, NH.
Jack H. Fox	Secretary	3111 Diamond Hill Road, Cumberland, RI
Owen H. Walton, Jr.	Treasurer	P.O. BOX 331, Londonderry, NH.

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	-	NO PAR VALUE

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	-	NO PAR VALUE

Dated: August 20, 1986

Fox Enterprises, Inc.
(Name of Corporation)

By JACK H. FOX, PRESIDENT
Title Pres.

(Report must be signed by an officer)

AUG 28 1986

if the corporation has changed its registered office and/or its registered agent, Form #9 must be filed. Please contact Corporation Division for information. 277-3040

08/29/86 PAID 15.00

Filing fee: \$15.00

To be filed annually between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

32090

Annual Report for the year 1985

FIRST: The name of the corporation is Fox Enterprises, Inc.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is sale and service of motor vehicles

FOURTH: If foreign corporation, address of its principal office NA

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) 18 Moorland Avenue, Cranston, RI

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
Jack H. Fox	Director	14 Lancaster Farms Rd, Salem, NH
Owen H. Walton, Jr.	Director	32 Alexander Rd, Londonderry, NH
Jane T. Walton	Director	32 Alexander Rd, Londonderry, NH
Jack H. Fox	President	14 Lancaster Farms Rd, Salem, NH
Owen H. Walton, Jr.	Vice President	32 Alexander Rd, Londonderry, NH
Michael Levine	Vice President	203 Boston Post Rd, Waterford, CT
Richard S. Milesky	Secretary	4 Sunset Dr, Burlington, MA
Owen H. Walton, Jr.	Treasurer	32 Alexander Rd, Londonderry, NH

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized: Jack H. Fox Assistant Treas. 14 Lancaster Farms Rd, Salem, NH

No. of Shares	Class	Series	Par Value or statement that shares are without par value
300	common		no par value

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
300	common		no par value

Dated: February 19 85 Fox Enterprises, Inc.
(Name of Corporation)

By Jack H. Fox
Title President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form #9 must be filed. Please contact Corporation Division for information. 277-3040

RECEIVED
FEB 21 1985
PAID
15.00