

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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all makes Automotive
 & Repair, Inc

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 *****87.50 *****87.50

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

FILED
 00 MAR 28 PM 3:06
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 00 MAR 28 AM 10:06
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

Signature _____

Requested by: LS 3/24/00 3:18
 Name Date Time

Walk-In _____ Will Pick Up _____

B. VARNADORE MAR 29 2000

ARTICLES OF INCORPORATION
OF
ALL MAKES AUTOMOTIVE & REPAIR, INC.

FILED
00 MAR 28 PM 3.06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

ALL MAKES AUTOMOTIVE & REPAIR, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is for motor vehicle repair, service towing, and sales. This corporation will also engage in any other activities or business permitted under the laws of the United States and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, manage, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society,

state fair or exposition. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes or other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To produce corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences or indebtedness created by other corporations of the State of Florida, or any other state government, and while owner of such stock to exercise all the rights, powers and privileges or ownership, including the right to vote such stock.

ARTICLE III

Stock

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

20,000 shares of preferred and/or common stock at sixty (\$.60) par value with pre-emptive rights.

A. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share if stock of the corporation for all issues of the one class if common stock of the corporation no matter when authorized, and for whatever consideration is contemplated to be received by the corporation,

including but not limited to case, other property, services, acquisition of other corporations shares or property through merger or extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

B. This Article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of shareholders.

C. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

D. There shall be no more than fifteen (15) shareholders of this corporation at any time. Said shareholders may be real persons and/or legal entities such as corporations, associations, or partnerships.

ARTICLE IV

Terms of Existence

This corporation is to exist perpetually.

ARTICLE V

Principal Place of Business

The initial street address or the principal office of this corporation is 8327 Arlington Expressway, Jacksonville, Florida 32211. The Board of Directors may, from time to time, move the principal office to another address in Florida.

ARTICLE VI

Directors

The business affairs of the corporation shall be a President, one or more Vice-Presidents, a Secretary, and a Treasurer elected by shareholders as provided by the By-laws of the corporation. The shareholders may designate in the by-laws for the delegation of the office of the Vice-President.

ARTICLE VII

Registered Agent

The initial designation of the registered agent office of this corporation shall be Rodney G. Gregory, Esquire, 3900 Atlantic Blvd., Jacksonville, Duval County, Florida 32207. Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Rodney G. Gregory, Esquire


ARTICLE VIII

Amendment

The Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by a majority

vote of the shareholders based on a majority of the stock entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

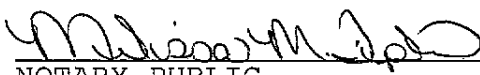
IN WITNESS WHEREOF, the undersigned, has hereunto set his hand and seal this 21st day of March, 2000.



Walter C. Smith, Jr.
8327 Arlington Expressway
Jacksonville, FL 32211

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared, Rodney G. Gregory, Esq., who, after being duly sworn, deposes and says that he is the person described in the foregoing Articles of Incorporation and he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 21st day of March, 2000.


NOTARY PUBLIC
My commission expires: 12/6/02

 Melissa M Tipton
My Commission CC794985
Expires December 6, 2002