

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(904) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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HATZI Automotive Appearance
Specialists, Inc

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DEPARTMENT OF STATE
DIVISION OF CORPORATE & IC
TALLAHASSEE, FLORIDA

- 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 _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Signature _____

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ARTICLES OF INCORPORATION

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OF

HATZI AUTOMOTIVE APPEARANCE SPECIALISTS, INC. SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

NAME

The name of this corporation is: HATZI AUTOMOTIVE APPEARANCE SPECIALISTS, INC.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose for which the corporation is organized is the transaction for any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida. These shall include but not be limited to, the power to sue and be sued, complain and defend in its corporate name in all actions and proceedings, and to have a Corporate Seal. The Corporation may also purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use or otherwise deal in or with real or personal property or any interest therein wherever situated. It shall have the power to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of any or all of its property, franchises and income. It may conduct its business, carry on its operations, and have officers and exercise the powers

granted by this act within and without the State of Florida.

It may elect and/or appoint officers and agents and define their duties and fix their compensation. It may take and alter by-laws in any way consistent with these Articles of Incorporation and the laws of the State for the administration and regulations of the affairs of the Corporation. The Corporation shall have the power to make donations to the public welfare or for charitable, scientific, or educational purposes. It shall have the power to transact any lawful business which the Board of Directors shall find to be in aid of Government Policy. The Corporation shall further have the power to pay pensions and establish pension plans, and other incentive plans for any and all its Directors, Officers and Employees and for any and all of the Directors, Officers and Employees of its subsidiaries. It may be a promoter, incorporator, general partner, limited partner, member, associate or manager of any corporation, partnership, limited partnership, joint venture, trust or enterprise. The Corporation shall have the further power to purchase, take, receive, subscribe for, or otherwise acquire, own, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares or other interest in or obligations of other domestic and foreign corporations, associations, partnerships and individuals including the direct and indirect obligations to the United States or any government, state, territory or other governmental body. The Corporation shall have the power to have and to exercise all powers

necessary or convenient to effect its purpose.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is 10,000 shares, all of which shall be common shares with no par value.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial corporate office of this corporation is: 4202 Tranquility Drive, Highland Beach, Florida 33487. The registered office of this corporation is: 4202 Tranquility Drive, Highland Beach, Florida 33487. The name of the initial registered agent of this corporation at that address: Harry Hatziyannakis.

ARTICLE VII

DIRECTORS

This corporation shall initially have two(2) directors.

The number of directors may be either increased or diminished

from time to time by the bylaws but shall never be less than one.
The name and address of the initial directors of this corporation
are:

Harry Hatziyannakis
4202 Tranquility Drive
Highland Beach, Florida 33487

Clio Hatziyannakis
4202 Tranquility Drive
Highland Beach, Florida 33487

ARTICLE VIII

OFFICERS

The initial officers of the corporation shall be:

President/Secretary: Harry Hatziyannakis

Vice-President/Treasurer: Clio Hatziyannakis

ARTICLE IX

INCORPORATOR

The name and address of the incorporator is:

Harry Hatziyannakis
4202 Tranquility Drive
Highland Beach, Florida 33487

ARTICLE X

CORPORATE ADDRESS

The address of the corporation shall be:

4202 Tranquility Drive
Highland Beach, Florida 33487

ARTICLE XI

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence

on:

Upon receipt by the Secretary of State.

ARTICLE XII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in this Articles of Incorporation, to any amendment hereto, and any rights conferred upon the stockholders are subject to this reservation.

IN WITNESS WHEREOF, I have subscribed my name this 25th day of March, A.D., 2002.

Harry Hatziyannakis
INCORPORATOR
Harry Hatziyannakis

STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 25th day of March, A.D., 2002, before me, a Notary Public for the State of Florida the undersigned officer personally appeared Harry Hatziyannakis, known to me to be the person whose name is subscribed to in the within instrument, and acknowledges he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Michelle M Schechner
Notary Public

My Commission Expires:



Michelle M Schechner
My Commission DD039310
Expires July 04, 2005

FILED

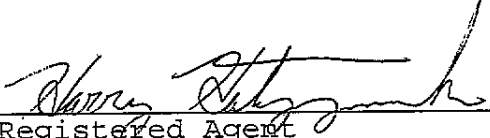
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ACCEPTANCE BY REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Having been named to accept service of process for the above stated Corporation, at the place designated in Article VI of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of his duties.

Dated this 25th day of March, 2002.


Registered Agent
Harry Hatziyannakis