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TALLAHASSEE, FL 32301-2607
903 22-03911

800-342-8086

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networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 147454 85325A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pyatt

ORDER DATE : November 7, 1996

ORDER TIME : 11:02 AM

ORDER NO. : 147454-005

CUSTOMER NO: 85325A

100001998071--5

CUSTOMER: James L. Goetz, Esq
JAMES L. GOETZ, ESQ

Suite 300, Ncnb Bank Building
2133 Winkler Avenue
Ft. Myers, FL 33916

FILED
95 NOV -7 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: ROGER D'ORAZIO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

KR
11-7-96

ARTICLES OF INCORPORATION
OF
ROGER D'ORAZIO, INC.

FILED
95 NOV -7 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is ROGER D'ORAZIO, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock, each share having the par value of \$5.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is 13081 Metro Parkway, Unit 1, Fort Myers, FL 33912.

ARTICLE VII - DIRECTORS

This corporation shall have one Director. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the shareholders.

ARTICLE VIII - INITIAL DIRECTORS

The names and street addresses of the Board of Directors who shall hold office until their successor or successors are elected and have qualified are:

ROGER D'ORAZIO
13081 Metro Parkway, Unit 1
Fort Myers, FL 33912

ARTICLE IX - SUBSCRIBERS

The names and street addresses of the subscribers of these Articles of Incorporation and the number of shares of stock they have agreed to take are as follows:

ROGER D'ORAZIO	-	100 shares
13081 Metro Parkway, Unit 1		
Fort Myers, FL 33912		

ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial Registered Agent of this corporation is JAMES L. GOETZ, Esquire. The street address of the initial registered office is:

2133 Winkler Avenue
Fort Myers, FL 33901

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock entitled to vote thereupon, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

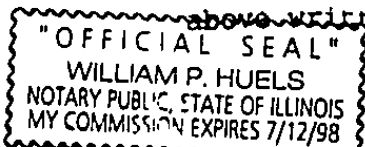
IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this the 4TH day of NOVEMBER, 1996.


ROGER D'ORAZIO

STATE OF ILLINOIS
COUNTY OF DU PAGE

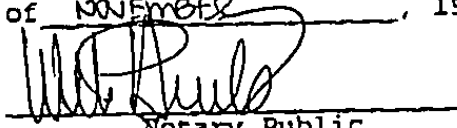
BEFORE ME, the undersigned authority, this day personally appeared ROGER D'ORAZIO, who, after being duly sworn, deposed and said that he is the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above written this 4TH day of NOVEMBER, 1996.

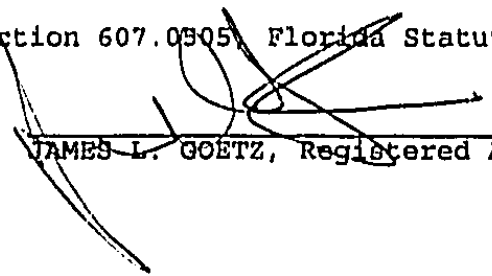


Commission Expires:

7/12/98


Notary Public

Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0905, Florida Statutes.


JAMES L. GOETZ, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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GOETZ, HARTMAN & LANDSTEINER
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AT LAW

JAMES L. GOETZ, P.A.
NORMAN A. HARTMAN, JR., P.A.
KARL C. LANDSTEINER, P.A.

2133 WINKLER AVENUE, SUITE 300
P. O. BOX 6844
FORT MYERS, FLORIDA 33911-6844
(941) 936-2841

December 6, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

500002023855--1
-12/09/96--01066--004
*****35.00 *****35.00

Re: Incorporation of ROGER D'ORAZIO, INC./ARTICLES OF AMENDMENT

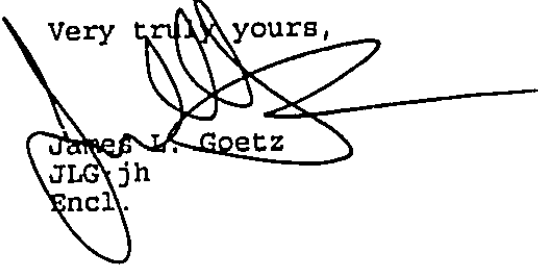
Gentlemen:

Enclosed please find an original and one copy of the ARTICLES OF AMENDMENT of ROGER D'ORAZIO, INC. Please affix your approval on the copy and return it to my office.

My check in the amount of \$35.00 is enclosed to cover the cost of filing the Articles of Amendment.

Should you have any questions whatsoever, please feel free to contact me.

Very truly yours,


James L. Goetz
JLG:jh
Encl.

*Can you
Send*

FILED
96 DEC -9 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

1. The following provisions of the Articles of Incorporation of ROGER D'ORAZIO, INC., a Florida corporation, filed in Tallahassee on November 7, 1996, be and they hereby are amended in the following particulars:

Article I be and it hereby is amended to read as follows:

"The name of this corporation is AUTO TECH OF LEE COUNTY, INC."

2. The foregoing amendment was adopted by the Stockholders and Directors of the corporation on the 3rd day of December, 1996.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation has executed these Articles of Amendment this 3rd day of December, 1996.

3. The number of notes cast for the Amendment by the shareholders was sufficient for approval.

ROGER D'ORAZIO, INC.

By: *Roger D'Orazio*
President and Secretary

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 3rd day of December, 1996, by ROGER D'ORAZIO, of ROGER D'ORAZIO, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

— OFFICIAL NOTARY SEAL
JAMES L. GOETZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC569675
MY COMMISSION EXPIRES JULY 25, 2000

James L. Goetz
Notary Public
JAMES L. GOETZ
Printed Name

FILED
96 DEC -9 AM 11:35
TALLAHASSEE, FLORIDA