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CLAF LIN GARST, JR.  
ATTORNEY AT LAW

4804 MANATEE AVENUE WEST  
BRADENTON, FLORIDA 34209

FAX (941)-750-0025

TELEPHONE 748-1287  
AREA CODE (941)

October / , 1997

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: AAA Alternator & Starters, Inc.

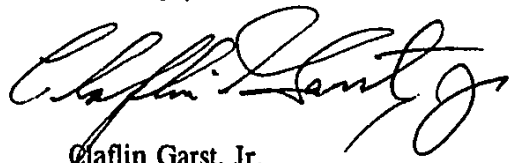
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\*\*\*\*122.50 \*\*\*\*122.50

Dear Sirs:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above named corporation. Also enclosed is my office check in the amount of \$122.50 to cover the cost of the filing fee (\$35.00), Registered Agent fee (\$35.00), and a certified copy (\$52.50) of the Articles.

Please file the original of the enclosed Articles of Incorporation and return a certified copy to me. Thank you.

Sincerely yours,



Claflin Garst, Jr.

cla

enc.

cc: Leonard E. Pipkin  
Edward Hall

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -2 PM 12:21

10/13/97

**ARTICLES OF INCORPORATION  
OF  
AAA ALTERNATOR & STARTERS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I - CORPORATE NAME**

The name of this Corporation shall be AAA ALTERNATOR & STARTERS, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and the mailing address of the corporation shall be 5629 3rd Street West, Bradenton, Florida 34207.

**ARTICLE III - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is nine hundred and ninety-nine shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV - PURPOSE**

The purpose of this corporation is to engage in any and all business permitted under the laws of the United States and of the State of Florida.

**ARTICLE V - TERMS OF EXISTENCE**

This Corporation shall have a perpetual existence.

#### **ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial Registered Agent and office is:

CLAFLIN GARST, JR.  
4804 Manatee Avenue West  
Bradenton, Florida 34209

The initial Registered Agent, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

#### **ARTICLE VI - INCORPORATOR**

The name and street address of the incorporators of these Articles of Incorporation are:

LEONARD E. PIPKIN	EDWARD HALL
5629 3rd Street West	11255 Martin Blvd. N.E.
Bradenton, Florida 34207	Moore Haven, Florida 33471

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of three members. The number of Directors may be increased or decreased from time to time by a vote of the stockholders, but in no case shall the number of the Directors be less than one nor more than five. The names and addresses of the Directors constituting the initial Board of Directors are:

LARRY JOE CONLEY President	12941 S.W. 14th Court Ft. Lauderdale, Florida 33325
LEONARD E. PIPKIN Treasurer	5629 3rd Street West Bradenton, Florida 34207

EDWARD HALL  
Vice President and Secretary

11255 Martin Blvd. N.E.  
Moore Haven, Florida 33471

### **ARTICLE VIII - 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 stockholders and approved at a stockholders meeting by at least a majority of the stockholders entitled to vote, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

### **ARTICLE IX - AMENDMENT OF BY-LAWS**

The power to adopt, alter, amend, or repeal By-Laws may be exercised by the Board of Directors as provided by Law, and may also be exercised by the shareholders, and shall be approved by at least a majority of the stock entitled to vote.

The undersigned has executed these Articles of Incorporation this 1<sup>st</sup> day of October, 1997.

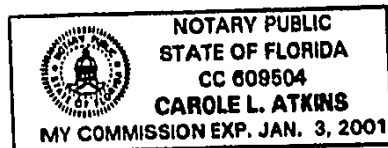
  
\_\_\_\_\_  
LEONARD PIPKIN/Incorporator

  
\_\_\_\_\_  
EDWARD HALL/Incorporator

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 1st day of October, 1997, by LEONARD E. PIPKIN, as an incorporator of AAA Alternator & Starters, Inc., who is personally known to me or who has produced FL DR LIC as identification.

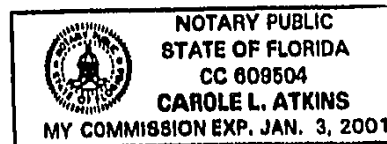
Carole L. Atkins  
Carole L. Atkins  
Notary Public, State of Florida  
My Commission Expires: 1/03/01



STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 1st day of October, 1997, by EDWARD HALL, as an incorporator of AAA Alternator & Starters, Inc., who is personally known to me or who has produced FL DR LIC as identification.

Carole L. Atkins  
Carole L. Atkins  
Notary Public, State of Florida  
My Commission Expires: 1/03/01



**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**


Pursuant to the provisions of Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

AAA Alternator & Starters, Inc. desiring to organize under the laws of the State of Florida with its initial registered officer as indicated in the Article of Incorporation, and located at 5629 3rd Street West, Bradenton, Florida 34207, has named CLAFLIN GARST, JR., of 4804 Manatee Avenue West, Bradenton, Florida 34209, as its registered agent to accept service of process within this state.

**ACKNOWLEDGMENT AND ACCEPTANCE**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: October 1, 1997

  
CLAFLIN GARST, JR., Registered Agent

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