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Serving Lawyers Since 1905... Corporate Representatives in Every State

Corporation Guarantee and Trust Company

701 ARCHITECTS BUILDING

117 SOUTH 17TH STREET, PHILADELPHIA, PA 19103-5090

TELEPHONE (215) 563-6131 • FAX (215) 563-9410

F00000000/330
February 15, 2000

Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

RE: SERVICE CHAMP, INC.
SERVICE CHAMP, L.P.

100003146641--9
-02/24/00--01078--001
*****78.75 *****78.75

Dear Sir or Madam:

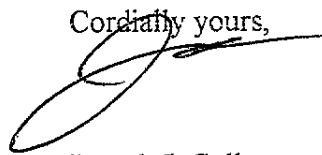
W-5535

Enclosed is duplicate Application for Certificate of Authority of SERVICE CHAMP, INC. for filing with your office, together with Certificate of Good Standing and our \$78.75 check to cover filing fees and Status Certificate.

Also enclosed is duplicate Application for Certificate of Authority for SERVICE CHAMP, L.P., a Pennsylvania limited partnership, for filing with your office together with our \$96.25 check to cover filing fees and Status Certificate.

Please send your usual acknowledgments and receipt to this office when the filing has been completed.

Cordially yours,



Joseph J. Collopy
Vice-President

FILED
00 MAR 13 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JJC/mag

Enclosures

42



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 1, 2000

JOSEPH J. COLLOPY
CORPORATION GUARANTEE AND TRUST COMPANY
117 S 17TH STREET
PHILADELPHIA, PA 19103-5090

SUBJECT: SERVICE CHAMP, INC.
Ref. Number: W00000005535

We have received your document for SERVICE CHAMP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list your Federal Employer Identification Number in the appropriate block. If applied for, enter "applied for", or if not applicable, enter "N/A".

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 300A00011254

FILED
00 MAR 13 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:*

1. SERVICE CHAMP, INC.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. PENNSYLVANIA

(State or country under the law of which it is incorporated)

3. APPLIED FOR

(FEI number, if applicable)

4. 11/20/1997

(Date of Incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 180 NEW BRITAIN BOULEVARD

CHALFONT, PA 18914

(Current mailing address)

8. HOLDING COMPANY ENGAGED IN THE SALE OF AFTERMARKET AUTOMOTIVE PARTS, EQUIPMENT AND SUPPLIES.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)

Name: EDWIN F. BLANTON

Office Address: 825 THOMASVILLE ROAD

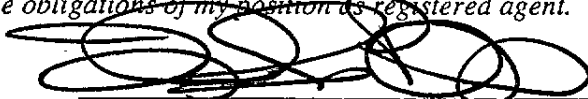
TALLAHASSEE

, Florida, 32303

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
MAR 13 AM 9:01
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: FRED BERMAN

Address: 180 NEW BRITAIN BOULEVARD
CHALFONT, PA 18914

Vice Chairman: MARC BERMAN

Address: 180 NEW BRITAIN BOULEVARD
CHALFONT, PA 18914

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: FRED BERMAN

Address: 180 NEW BRITAIN BOULEVARD
CHALFONT, PA 18914

Vice President: _____

Address: _____


Secretary: MARC BERMAN

Address: 180 NEW BRITAIN BOULEVARD
CHALFONT, PA 18914

Treasurer: MARC BERMAN

Address: 180 NEW BRITAIN BOULEVARD
CHALFONT, PA 18914

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MARC BERMAN
(Typed or printed name and capacity of person signing application)

FILED
00 MAR 13 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

FEBRUARY 10, 2000

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

SERVICE CHAMP, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Kim Duggan

Secretary of the Commonwealth

DPOS