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**Florida Department of State
Division of Corporations
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FLORIDA PROFTT CORPORATION OR P.A.

AUTO EQUIPMENT SPECIALISTS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
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ARTICLES OF INCORPORATION

OF

AUTO EQUIPMENT SPECIALISTS, INC.

We, the undersigned, natural persons competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing under the Laws of the State of Florida

ARTICLE I. - NAME

The name of this corporation is:

AUTO EQUIPMENT SPECIALISTS, INC.

The principal address of this corporation is:

7197 SW 20TH PLACE, DAVIE, FL 33317

ARTICLE II. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III. - CAPITAL STOCK

This corporation is authorized to issue 100 shares of ONE DOLLAR par value common stock.

ARTICLE IV. - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

PREPARED BY:

BRUCE E. BARR, ESQ.
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thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

5121 SW 90TH Ave., Suite 3, Cooper City, FL 33328

The name of the initial registered agent of this corporation at this address is:

Bruce E. Barr

ARTICLE VI. - INITIAL BOARD OF DIRECTORS

The corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

President-Charles Foley: 7197 SW 20th Place, Davie, FL 33317

Vice-President-Charles Mathews: 7197 SW 20th Place, Davie, FL 33317

ARTICLE VII. - INCORPORATION

The names and addresses of the parties signing these Articles of Incorporation are:

Charles Foley: 7197 SW 20th Place, Davie, FL 33317

Charles Mathews: 7197 SW 20th Place, Davie, FL 33317

ARTICLE VIII. - INDEMNIFICATION

The corporation shall indemnify any officer or director or any

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former officer or director to the full extent provided by law.

ARTICLE IX. - AMENDMENT

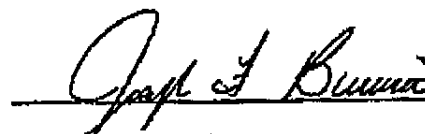
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed the Articles of Incorporation, this 6 day of January, 2000.


President-Charles Foley


Vice-President-Charles Mathews

SWORN TO AND SUBSCRIBED before me this 6 day of January, 2000.


Notary Public, State of Florida

My Commission
Expires



Joseph F. Braccio
Commission # 00839315
Expires June 18, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

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H00000000981 STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designation Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091 Florida Statutes:

AUTO EQUIPMENT SPECIALISTS

A CORPORATION ORGANIZED (or organizing) under the laws of the State of Florida with its registered office at 5121 SW 90th Avenue, Suite 3 in the City of Cooper City, County of Broward, State of Florida, as its agent to accept service of process within this State.

OFFICERS: Charles Foley

Charles Mathews

DIRECTORS: Charles Foley
Charles Mathews

By: Charles Foley
President-Charles Foley

By: Charles Mathews
Vice-President- Charles Mathews

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

process at the above Florida designated address) in some conspicuous place in office as required by law.

By: Joe E. Barr

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