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TRANSMITTAL LETTER

FILED
00 JAN 21 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: A+R AUTO AIR, Inc. 300003106833--8
(Proposed corporate name - must include suffix) 01/21/00--01094--009
*****122.50 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

- \$70.00
- \$78.75
- \$122.50
- \$131.25

FROM: THE TAX EMPORIUM
Name (printed or typed)

3059 W BROWARD BLVD
Address

FT. LAUDERDALE, FL 33312
City, State & Zip

(954) 581-4567
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
A & R AUTO AIR, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, do hereby submit these Articles of Incorporation for the purposes of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State providing for the formation, liability, rights, privileges and immunities of a Corporation for Profit.

ARTICLE I

The name and address of the corporation shall be called A & R AUTO AIR, INC., 3002 NW 1st STREET, FT LAUDERDALE, FL 33312.

The principal office and mailing address is 3002 NW 1st Street, Ft. Lauderdale, FL 33312. This address is also the registered office.

ARTICLE II

This Corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III

The general nature and purpose of the business is to engage in the business of automobile repair, together with the engaging either actively or inactively in any type of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation is authorized to issue 1,000 shares with a par of \$1.00 per share.

ARTICLE V

The name and address of the Initial Registered Agent of this Corporation is: ALBERT HOURIE, 3002 NW 1st Street, Ft Lauderdale, fl. 33312.

The street address of the corporation is 3002 NW 1st Street, Ft. Lauderdale, FL 33312.

ARTICLE VI

This corporation shall have two 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(1). The name and address of the initial directors of the corporation is as follows:

ALBERT HOURIE, 3002 Nw 1st Street, Ft Lauderdale Fl 33312
Vice-President

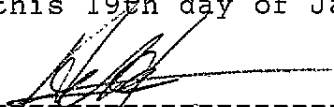
RAYMOND HOURIE, 3002 NW 1st Street, Ft Lauderdale Fl 33312
President

ARTICLE VII

The name and address of the person signing these Articles of Incorporation is as follows:

ALBERT HOURIE, 3002 NW 1st Street, Ft Lauderdale Fl 33312

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of January, 2000.


----- (SEAL)

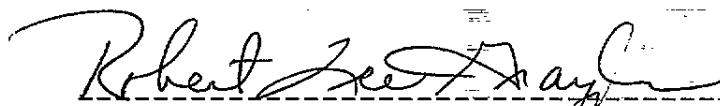
----- (SEAL)

STATE OF FLORIDA

COUNTY OF BORWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set for the above, Albert Hourie, personally appeared and known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

In witness whereof, I have heretounto affixed my hand and seal, in the State and County aforesaid, this 19th day of January, 2000.



Notary Public, State of Florida at Large



Robert Lee Graydon
MY COMMISSION # CC569630 EXPIRES
September 21, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT OF

A & R AUTO AIR, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 3002 Nw 1st Street, Ft. Lauderdale, Fl 33312 and named ALBERT HOURIE as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above state corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



REGISTERED AGENT
ALBERT HOURIE