# FRIEDMAN & HEYDASCH, P.A.

ATTORNEYS AT LAW • RECHTSANWÄLTE

NICHOLAS R. FRIEDMAN, J.D. (RET.)

AXEL HEYDASCH, J.D., LL.M. IN TAXATION
ADMITTED IN FLORIDA AND NEW YORK

ELLEN J. VON GEYSO, J.D. (GERMANY), J.D., LL.M.
ADMITTED IN FLORIDA AND
THE FEDERAL REPUBLIC OF GERMANY

OF COUNSEL:

RICHARD B. MARX, J.D.
ADMITTED IN FLORIDA AND NEW YORK

WOLF M. NIETZER, M.C.L., J.C.B. ADMITTED IN NEW YORK AND THE FEDERAL REPUBLIC OF GERMANY

MICHELLE L. PERDOMO, J.D. ADMITTED IN FLORIDA VON GEYSO & ASSOCIATES HAMBURG, GERMANY NEW WORLD TOWER 100 NORTH BISCAYNE BOULEVARD 30TH FLOOR MIAMI, FLORIDA 33132

TELEPHONE (305) 358-8400
TELEFAX (305) 377-0111
E-MAIL Haes@aol.com
www.usarecht.com

March 1, 2000

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Fl 32314 800003156958--7 -03/03/00--01099--012 \*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: X-treme Automobile Tuning, Inc.

Dear Sir / Madam:

Enclosed please find Two (2) copies of the Articles of Incorporation for the above captioned corporation together with a check in the amount of \$70.00.

Please be so kind to return a stamped copy of the Articles back to us.

EL HEYDASCH

Very truly xour

Attorney-at-law

AH:av Enclosures

# ARTICLES OF INCORPORATION

OF

## X-TREME AUTOMOBILE TUNING, INC.

ON THE STATE OF TH The undersigned incorporator hereby forms a corporation under Chapter 607 of th of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation shall be:

#### X-TREME AUTOMOBILE TUNING, INC.

The address of the principal office of this corporation shall be 100 NORTH BISCAYNE BOULEVARD, SUITE 3000, MIAMI, FLORIDA 33132.

#### ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the State of Florida or any other state, county, territory or nation.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 (ONE HUNDRED) shares of common stock at \$1.00 (ONE DOLLAR) per value share.

#### ARTICLE IV. REGISTERED AGENT

The Registered Agent will be Axel Heydasch, P.A., 100 North Biscayne Boulevard, Suite 3000, Miami, Florida 33132.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

The name and address of the initial Director(s) of this corporation who shall hold office for the first year until their successors are chosen, shall be:

Michael Neumayr 333 Center Island Golden Beach, Florida 33160

#### ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are duly elected or appointed are:

President/Treasurer/Secretary:

Michael Neumayr 333 Center Island

Golden Beach, Florida 33160

#### ARTICLE VIII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Axel Heydasch, P.A. 100 North Biscayne Boulevard Suite 3000 Miami, Florida 33132-2305

# ARTICLE IX. PREEMPTIVE RIGHTS

The shares of the corporation shall be endowed with preemptive rights, entitling the shareholders thereof to purchase any additional new issues of stock in direct proportion to their ownership of existing stock.

## ARTICLE X. INDEMNIFICATION OF OFFICERS AND DIRECTORS

The corporation does hereby indemnify each of the Officers and Directors for any of their conduct on behalf of or related to their duties as officers or directors of the corporation and holds them harmless for any acts on behalf of or in connection with their services for the corporation.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 1st day of March, 2000.

Axel Heydasch

## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The undersigned, Axel Heydasch, a resident of Miami-Dade County, Florida, whose address is 100 North Biscayne Boulevard, Suite 3000, Miami, Florida 33132, having been designated as the Resident Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Chapter 607 of the Florida Statutes.

Axel Hevdasch