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ALBERT J. STOPKA, III, P.A. ATTORNEY AT LAW

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March 17, 2000

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

000003182230--7 -03/23/00--01121--006 ****122.50 *****78.75

RE:

Bay Collision Center, Inc.

Our File No. 248.1

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with check in the amount of \$122.50 for payment of the following costs:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ 35.00
Certified Copy	\$ 52.50
	\$122.50

Please file these Articles upon receipt and return a certified copy to us.

Thank you for your assistance with this matter. If there are any questions, please do not hesitate to give me a call.

Sincerely,

ALBERT J. STOPKA III, P.A.

23 PM 3:5

Albert J. Stopka, II

:jpl
Enclosure(s)

FILED

00 MAR 23 PM 3:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BAY COLLISION CENTER, INC.

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

<u>ARTICLE I - NAME AND ADDRESS</u>

The name of this corporation is BAY COLLISION CENTER, INC., and the street address of the initial principal office is 2010 Fulton Street, Panama City, FL 32409. The mailing address of the corporation is 2010 Fulton Street, Panama City, FL 32409.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value of common stock, which shall be designated "Common Shares".

ARTICLE IV - REGISTERED AGENT AND OFFICE ADDRESS

The name of the initial registered agent is Albert J. Stopka, III, whose street address is 108 Mosley Drive, Lynn Haven, Florida 32444.

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business corporation.

ARTICLE VI - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Ronnie V. Campbell, whose address is 2010 Fulton Street, Panama City, FL 32409.

IN WITNESS WHEREOF,	the undersigned subscriber has	
executed these Articles of Incorp	poration this 174 day of	
March, 2000.		
	Ronnie V. Campbell	
STATE OF FLORIDA COUNTY OF BAY	±*	
The foregoing Articles of Incorporation of BAY COLLISION CENTER, INC., was acknowledged before me this 17 day of March, 2000, by Ronnie V. Campbell, who: (notary must check applicable box)		
is personally known to me. produced a current Florida driver's license as identification. produced		
(SEAL)	Notary Public Notary Public	
الالالالالالالالالالالالالالالالالالال	Commission #	

My Commission CC744979
Expires May 25, 2002

My Commission Expires:_

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

OF

BAY COLLISION CENTER, INC.

Having been named to accept service of process for the abovenamed corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

Dated this 17th day of March, 2000.

ALBERT J. STOPKA, III
Registered Agent

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