

P00000038698

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000016931 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

GRIFFIN AUTOMOTIVE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 18 PM 12:56

B. McKnight

APR 18 2000

APR-18-2000 11:23

EMPIRE CORP

305 541 3770 P.01/07



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 18, 2000

EMPIRE

SUBJECT: GRIFFIN AUTOMOTIVE, INC.
REF: W00000009973

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent and street address must be consistent wherever it appears in your document.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H00000016931
Letter Number: 200A00020662

CORRECTION
4-18-00

H00000016931

**ARTICLES OF INCORPORATION
OF
GRIFFIN AUTOMOTIVE, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 18 PM 12:56

ARTICLE I

The name of the corporation is **Griffin Automotive, Inc**

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. Corporate existence shall commence at the time of filing of the Articles by the Department of State, State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in the automotive industry and other purpose authorized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is

H00000016931

H00000016931

offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation shall be 9091 N.W. 27 Avenue, Miami, FL 33147, and the name of the initial registered agent at that address of this corporation shall be Robert W. Mellor.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one (1) director 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 directors of this corporation are:

Robert W. Mellor
President/Secretary/Treasurer
9091 N.W. 27 Avenue
Miami, FL 33147

Lana G. Mellor
Vice-President
9091 N.W. 27 Avenue
Miami, FL 33147

ARTICLE VIII - INCORPORATOR

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

Robert W. Mellor
President/Secretary/Treasurer
9091 N.W. 27 Avenue
Miami, FL 33147

H00000016931

H00000016931

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - SHAREHOLDER QUORUM AND VOTING

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI - INDEMNIFICATION

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

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to reservation.

H00000016931

H00000016931

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation this 13 day of April, 2000.

GRIFFIN AUTOMOTIVE, INC.


By: ROBERT W. MELLOR
Incorporator

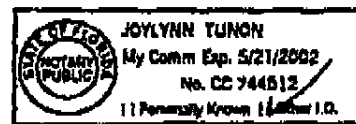
STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments in the
State and County aforesaid, personally appeared ROBERT W. MELLOR, ^{produced Colorado DL} known to me to be the
person described in and who executed the foregoing Articles of Incorporation, and he acknowledged
before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and
County aforesaid this 13 day of April, 2000.


Notary Public, State of Florida,
At Large

My Commission Expires:
5/21/2002



Affiant is personally known by me.

H00000016931

H00000016931

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE MAY BE
SERVED.**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance
with said Act:

First, that GRIFFIN AUTOMOTIVE, INC., desiring to organize under the laws of the State
of Florida with its principal offices as indicated in the Articles of Incorporation at City of Miami,
Dade County, Florida, has named ROBERT W. MELLOR, located at 9091 N.W. 27 Avenue, Miami,
FL 33147, County of Dade, State of Florida, as its agent to accept service of process within this
State.

ACKNOWLEDGMENT:

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


ROBERT W. MELLOR
Resident Agent

P-656

H00000016931

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 18 PM 12:56