

Division of Corporations

P00000052775

## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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## BASIC AMENDMENT

CHECKPOINT AUTO DIAGNOSTICS, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 20, 2001

CHECKPOINT AUTO DIAGNOSTICS, INC.  
P. O. BOX 158  
MULBERRY, FL 33860

SUBJECT: CHECKPOINT AUTO DIAGNOSTICS, INC.  
REF: P00000052775

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.

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson  
Corporate Specialist

FAX Aud. #: H01000091347  
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DIVISION OF CORPORATIONS

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**Amended and Restated  
Articles of Incorporation**

of

**Checkpoint Auto Diagnostics, Inc.**

**FILED**  
01 AUG 20 PM 1:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Articles of Incorporation of Checkpoint Auto Diagnostics, Inc., a corporation having 35 or fewer shareholders, were amended by the corporation's majority shareholders on August 18, 2001, pursuant to F.S. 607.1003 (6), by written consent of the majority shareholders acting in lieu of a meeting pursuant to F.S. §607.0704. The number of votes cast by the shareholders was sufficient for approval.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Amended and Restated Articles of Incorporation.

**Article I**  
**Name**

The name of the Corporation is Checkpoint Auto Diagnostics, Inc.

**Article II**  
**Corporate Existence**

The Corporation's existence shall be perpetual and was effective upon the filing of Articles of Incorporation with the Florida Department of State on May 22, 2000.

**Article III**  
**Stock**

The aggregate number of shares which the Corporation is authorized to issue is 1,000,000 shares of no par value common voting stock.

Prepared by:  
Herbert R. Donica, Esq.  
Herbert R. Donica, P.A.  
320 W. Kennedy Blvd., Suite 520  
Tampa, FL 33606  
813-259-9900; FAX 813-259-9895  
FBN: 841870

**Article IV**  
**Registered Agent And Office**

The address of the Registered Office of the Corporation is 4123 Willow Drive N., Mulberry, Florida 33860, and the name of its Registered Agent at such address is Richard L. Seltzer, Jr.

**Article V**  
**Principal Office**

The address of the principal office of the Corporation is 4123 Willow Drive N., Mulberry, Florida 33860. The mailing address of the Corporation is P. O. 158, Mulberry, Florida 33860.

**Article VI**  
**Incorporator**

The name and address of the Incorporator is:

Richard L. Seltzer, Jr.  
4123 Willow Drive N.  
Mulberry, Florida 33860

**Article VII**  
**Purpose And Power**

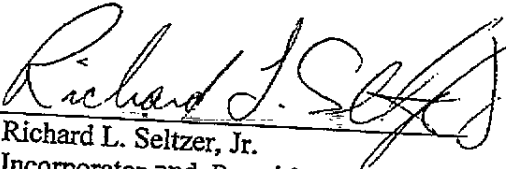
The Corporation shall be formed for any lawful purposes and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which corporations may be organized under the Florida Business Corporation Act.

**Article VIII**  
**Non-Liability Of Directors**

A Director of this Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a Director, except for liability (i) for any breach of the Director's duty of loyalty to the Corporation or its Shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (iii) for any transaction from which the Director derived an improper personal benefit, or (iv) acts or omissions for which non-liability is prohibited under the Florida Business Corporation Act. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any Director of the Corporation for or with respect to any acts or omissions of such Director occurring prior to such amendment or repeal. If the Florida Business Corporation Act is hereafter changed to permit further elimination or limitation of the liability of Directors for monetary damages to the Corporation or its Shareholders, then the

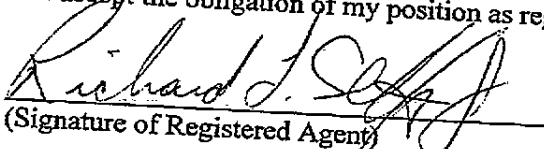
liability of a Director of this Corporation shall be eliminated or limited to the full extent then permitted.

Dated August 18, 2001.

  
Richard L. Seltzer, Jr.  
Incorporator and President

Acceptance

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

  
(Signature of Registered Agent)

August 18, 2001  
(Date)