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FILED
00 JUN 16 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 9, 2000

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

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*****78.75 *****78.75

Re: Panhandle Color Finishes, Inc.

Dear Sir:

Enclosed are the original and duplicate copies of the Articles of Incorporation of this proposed professional association. The resident agent designation is also enclosed. Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return to me.

I have enclosed a check made payable to the Secretary of State in the amount of \$78.75 to cover the fees for filing of said corporation.

Thank you for your cooperation in this matter.

Sincerely yours,

Elizabeth M. Simpson

Elizabeth M. Simpson

EMS/pvl
Enclosures

D. BROWN JUN 2 1 2000

**ARTICLES OF INCORPORATION
OF
PANHANDLE COLOR FINISHES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation is for profit under the Florida General Corporation Act, Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is Panhandle Color Finishes, Inc.

ARTICLE TWO

The effective date of the corporation shall be upon its filing with the Secretary of State, and the duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized is to polish and detail cars, mobile homes, and other vehicles and transact any other lawful business for which corporations for profit may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is five hundred (500) shares. Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00) per share.

Each member shall be entitled to one vote at corporate meetings.

ARTICLE FIVE

The corporation is authorized to issue only one class of stock and all issued stock shall be held of record by not more than ten persons who are not nonresident aliens.

ARTICLE SIX

All of the issued and outstanding shares of the corporation shall be made subject to restrictions on their transferability by agreement between the holders of such shares and the corporation. A copy of such agreement shall be kept on file with the corporation, and shall be subject to inspection by stockholders of record and bona fide creditors of the corporation at reasonable times during business hours.

ARTICLE SEVEN

The corporation principal office and mailing address is 4080 McCrary Drive, Marianna, Florida 32446. The name of its initial registered agent is Jeffery Hales, 4080 McCrary Drive, Marianna, Florida 32446. I, Jeffery Hales, hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

ARTICLE EIGHT

The number of directors constituting the initial Board of Directors of the corporation is two (2). The corporation may have not less than one (1) director nor more than five (5) directors. The directors shall be elected in the manner stated in the by-laws of the corporation. The names and addresses of the persons who are to serve as members of the initial Board of Directors are:

NAME

Jeffery Hales

ADDRESS

4080 McCrary Drive
Marianna, Florida 32446

Donald Hamrick

45 E. 89th Street Number 38C
New York, New York 10128

ARTICLE NINE

The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Jeffery Hales	4080 McCrary Drive Marianna, Florida 32446
Donald Hamrick	45 E. 89th Street, Number 38C New York, New York 10128


ARTICLE TEN

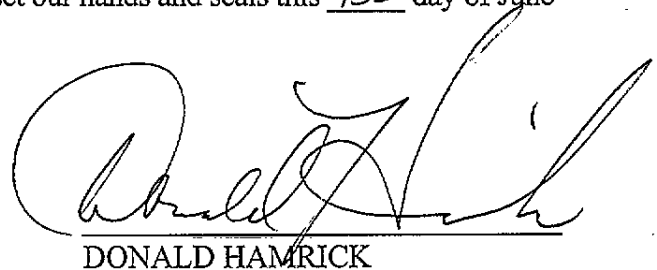
Interested directors may be counted for quorum and voting purposes and the corporation is authorized to indemnify directors and officers for expenses they incur on behalf of the corporation.

ARTICLE ELEVEN

The articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 13th day of June
2000.


JEFFERY HALES


DONALD HAMRICK

STATE OF FLORIDA
COUNTY OF JACKSON

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared, JEFFERY HALES, who is personally known to me or who produced FDL H420-437-72-021-0 as identification, and who executed the foregoing articles of incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13th day of June 2000.

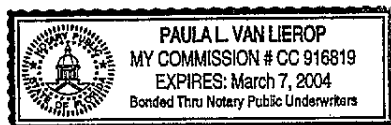


Paula L Van Lierop
NOTARY PUBLIC
My commission expires: March 7, 2004

STATE OF FLORIDA
COUNTY OF JACKSON

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared, DONALD HAMRICK, who is personally known to me or who produced FDL H-562-183-50-288-0 as identification, and who executed the foregoing articles of incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13th day of June 2000.



Paula L Van Lierop
NOTARY PUBLIC
My commission expires: March 7, 2004

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

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

PANHANDLE COLOR FINISHES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 4080 McCrary Drive, Marianna, Florida 32446, County of Jackson, State of Florida, has named Jeffery Hales, 4080 McCrary Drive, Marianna, Florida 32446, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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

BY 
JEFFERY HALES
REGISTERED AGENT

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