

August 25, 2000

P000000 81314

Department of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Warranty Services
Raymond H. Oestricher
7390 W. Nine Mile Rd.
Pensacola, FL 32526

500003374475--1
-08/28/00--01074--006
*****70.00 *****70.00

Ms Bobbie Cox:

Thank you so much for holding the documents even though I mistakenly sent the check to the IRS. (I assumed you always sent them the money.) I have enclosed a check for \$70.00 to cover the filing fee for the corporation documents. Any response should be sent to the above address. If there are any further questions, please contact me at (850)941-2772.

Thank You,


Mindy Oestricher
Warranty Services

FILED
2000 AUG 28 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BC 8/28

WARRANTY SERVICES, INC.
ARTICLES OF INCORPORATION

A CLOSE CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST

Raymond H. Oestricher, whose address is 7390 West Nine Mile Road, Pensacola, Florida 32526, being at least eighteen years of age, hereby forms a corporation under and by virtue of the General Laws of the State of Florida.

SECOND

The name of the corporation (which is hereafter referred to as the "Corporation") is Warranty Services, Inc., a Close Corporation.

THIRD

The purposes for which the Corporation is formed are:

- (1) to provide repairs and maintenance services and
- (2) to do anything permitted by the General Laws of the State of Florida.

FOURTH

The post office address of the principal office of the Corporation in this state is 7390 West Nine Mile Road, Pensacola, FL 32526. The name and address of the Registered Agent of the Corporation in this state is Raymond H. Oestricher 7390 West Nine Mile Road, Pensacola, Florida 32526. Said Registered Agent is an individual actually residing in this state.

FIFTH

The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1,000) shares of common stock, without par value.

SIXTH

The number of Directors of the Corporation shall be One, which may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one (1), provided that;

- (1) If there is no stock outstanding, the number of Directors may not be less than one (1); and
- (2) If there is stock outstanding, and so long as there are less than Two (2) stockholders, the number of Directors may be One (1), but not less than the number of stockholders.

The name and address of the Director who shall act until the first annual meeting of the shareholders or until the successors are chosen and qualify is Raymond H. Oestricher, 7390 West Nine Mile Road, Pensacola, FL 32526.

SEVENTH

The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and stockholders:

- (1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized;
- (2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time, before issuance of such shares, the preferences, rights, restrictions and qualifications of, the dividends on, the terms and prices of redemption of, and the conversion rights of such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Articles of Incorporation, or constructed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the state of Florida now or hereafter in force.

EIGHT

Except as may otherwise be provided by the Board of Directors, no holder of any share of stock of the Corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instrument evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation as the incorporators of this Corporation, this 22 day of August, 2000, and I acknowledge the same to be my act.

Having been named as resident agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Melinda G. Oestricher
Witness

Raymond H. Oestricher
Raymond H. Oestricher

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TALLAHASSEE, FLORIDA