

P00000110591

M & R Auto Paint and Body, Inc.
701 North Dixie Highway
Hallandale, Florida 33009

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 27 PM 1:08

Corporate Record Bureau
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

November 24, 2000

800003476058--9
-11/27/00--01118--008
*****70.00 *****70.00

Gentleman:

Enclosed herewith you will find two copies of the Articles of Incorporation for the above styled Corporation. Please validate one of the copies and return same with the Corporate Certificate to the above listed address. Further, you will find enclosed a check payable to the Department of State, in the amount of \$ 70.00 to cover the filing fees.

Thanking you for your prompt attention to this matter, I remain,

Yours truly,

Robert M. Bisbee

Robert M. Bisbee
President

g 11/30/00

EFFECTIVE DATE

12/1/00

Articles of Incorporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 NOV 27 PM 1:08

Of

M & R Auto Paint and Body, Inc.

Article I Name

The name of the Corporation is M & R Auto Paint and Body, Inc.

Article II Duration

The Corporation shall commence its existence on December 1, 2000 and shall have perpetual existence.

Article II Purpose

The nature of the business to be promoted and carried on, is to engage in any lawful activity for which Corporations may be organized under the General Corporation laws of the State of Florida. The Corporation is organized for the purpose of providing, managing and operating various auto body and mechanical repair facilities. To provide various services relating to the operations of the business as from time to time shall be deemed appropriate. To perform any other activity which shall be deemed appropriate by the Corporation. Services shall be rendered to the wholesale trade and the or other parties or businesses as the Corporation shall deem proper. To provide any related services which may be conducted or authorized by the Corporation.

Article IV Capitol Stock

The Corporation shall be authorized to issue 1,000 shares of Fifty Cents (\$.50) par value common stock, which shall be designated common shares. The Corporation shall be authorized to issue additional stock , both by class and value, both voting and non-voting stock as the Board of Directors shall designate.

Article V Initial Registered Agent And Office

The street address of the initial registered agent of this Corporation is 701 North Dixie Highway, City of Hallandale State of Florida, and the name of the original registered agent at that address is Robert M. Bisbee.

Article VI Board of Directors

The Board shall have (2) two director initially. The number of the directors may either be increased or decreased from time to time be the By-Laws, but shall never be less than one (1). The names and addresses of the original Board of Directors of the Corporation is :

Rafael Dominguez	3601 S.W. 45 Terrace	Hollywood, Florida 33023
------------------	----------------------	--------------------------

Robert M. Bisbee	11844 S.W. 44 Street	Davie, Florida 33330
------------------	----------------------	----------------------

Article VII Incorporators

The names and addresses of the persons signing these Articles of Incorporation is:

Rafael Dominguez	3601 S.W. 45 Terrace	Hollywood, Florida 33023
------------------	----------------------	--------------------------

Robert M. Bisbee	11844 S.W. 44 Street	Davie, Florida 33330
------------------	----------------------	----------------------

Article VIII Officers

The Officers of the Corporation shall be as follows:

Robert M. Bisbee

President, Secretary

Rafael Dominguez

Vice President, Treasurer

Article IX Stockholder's of Record

All of the Corporation's issued stock, exclusive of Treasury Stock, shall be held of record by an unlimited number of persons. Each shareholder of record shall offer to the Corporation , or the other shareholders of the Corporation a thirty (30) day " First Refusal " option for the purchase of his/her stock; should he elect to sell his/her stock. The stockholders of record and their percentage of ownership is as follows:

Robert M. Bisbee

51 %

Rafael Dominguez

49 %

Article X Amendments

The Corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation, or any amendment to them , and any right conferred upon any shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers has executed these
Articles of Incorporation on this the 25 day of November 2000

Robert M. Bisbee
Robert M. Bisbee

Rafael Dominguez
Rafael Dominguez

STATE OF FLORIDA)
)
)
)
)
)
)
COUNTY OF BROWARD)

SS:


I HEREBY CERTIFY, that on this day personally appeared before me, and Officer duly authorized to administer oaths and tax acknowledgments:

Rafael Dominguez

Robert M. Bisbee

to me well known to the persons who executed the foregoing Articles of Incorporation of _____
_____ M & R Auto Paint and Body, Inc., _____ they have signed and executed
same for the purposes herein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal
at Broward County, State of Florida, on this the 25 day of November 2000


NOTARY PUBLIC
State of Florida, At Large



If any required, form of I.D.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHERE SERVICE OF
PROCESS MAY BE SERVED.**

In compliance with Section 48.091, of the Florida Statutes, the following is
submitted:

First, that M & R Auto Paint and Body, Inc. desiring to
organize under the laws of the State of Florida, with its original place of business at 701 North
Dixie Highway City of Hallandale State of Florida, has
named Robert M. Bisbee of 701 North Dixie Highway City of Hallandale State of
Florida as its agent to accept Service of Process within Florida.

Rafel Dominguez
Signature of Director

On this the 25 day of November 2000

Having been named to accept Service of Process for the above stated Corporation at the place
designated in this Certificate. I hereby agree to act in this capacity, and I further agree to comply
with the provisions of all statutes relative to the proper compliance and complete performance of
my duties.

Robert M. Bisbee
Agent

On this the 25 day of November 2000

Sworn and subscribed before me on this the 25 day of November, 2000

Jeanette Klosenber
Notary Public
State of Florida, At Large



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 27 PM 1:08