

FROM :

FAX NO. :

Jun. 15 2001 08:18AM P1

P01000059661

Florida Department of State

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

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From:

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FLORIDA PROFIT CORPORATION OR P.A.

Manatee Auto-Tech, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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Corporate Filing

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FROM :

FAX NO. :

Jun. 15 2001 08:19AM P2

H01000073880 6

ARTICLES OF INCORPORATION
OF
Manatee Auto-Tech, Inc.

WE, the undersigned incorporator hereby associate ourselves for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE-I

The name of the corporation shall be: Manatee Auto-Tech, Inc.

ARTICLE-II

The principal place of business and mailing address of the corporation shall be:

4739 Orange Drive
Davie, Florida 33314

ARTICLE-III

The number of shares the corporation is authorized to issue is: 1000 Shares of common stock all of one class, designated as common stock having a par value of ten cents a share. The Board of Directors of the corporation may 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, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the corporation.

ARTICLE-IV

The initial name and address of the registered agent is:

Alan Dagen
Law Offices of Alan Dagen, P. A.
5100 North Federal Highway, Suite 408
Fort Lauderdale, Florida 33308

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FROM :

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ARTICLE-V

The name and street address of the incorporators to these Articles of Incorporation are:

Same as registered agent.

ARTICLE-VI

The corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one.

The names of the first Board of Directors of this corporation who shall hold office for the first year or until their successors are chosen, shall be:

Linda Wallen
3675 N.W. 79th Way
Davie, Florida 33024

ARTICLE-VII

The names and addresses of the officers of this corporation who shall hold office for the first year or until their successors are chosen shall be:

Linda Wallen
3675 N.W. 79th Way
Davie, Florida 33024

ARTICLE-VIII

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE-IX

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation, or in any amendment hereto, or add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles or any amendment thereto are granted subject to this reservation.

ARTICLE-X

The corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable laws or these Articles of Incorporation.

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FROM :

FAX NO. :

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Certificate of designation
registered agent/ registered office

PURSUANT TO THE PROVISIONS OF Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/ office, in the State of Florida.

The name of the corporation is:

Manatee Auto-Tech, Inc

The registered agent and office is:

Law Offices of Alan Dagen, P.A.
5100 North Federal Highway, Suite 408
Fort Lauderdale, Florida, 33308

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 obligations of my position as registered agent.

Alan Dagen
Alan Dagen

June 13, 2001
Date

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FROM :

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ARTICLE-XI

The Board of Directors of this corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the bylaws of the corporation, but the affirmative vote of a majority of the Board of Directors shall be necessary to make, repeal or amend the by laws.

ARTICLE-XII

THESE Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

THE UNDERSIGNED incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on this 13 day of June, 2001.



Alan Dagen for
Law Offices of Alan Dagen, P.A.

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FROM :

FAX NO. :

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Assignment by sole incorporator to the articles of Manatee Auto-Tech, Inc.

Law Offices of Alan Dagen, P.A., sole incorporator and sole subscriber, for value received, hereby assigns any and all rights it may have as such incorporator and subscriber to the following:

Manatee Auto-Tech, Inc.


Alan Dagen for
Law Offices of Alan Dagen, P. A.

AFFIDAVIT

STATE OF FLORIDA:

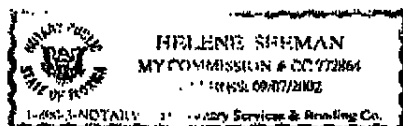
COUNTY OF BROWARD:

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Alan Dagen, known to me personally and know by me to be the person who executed the foregoing assignment, and he acknowledged before me that he executed this assignment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and county aforesaid, this 14 day of June, 2001.


Notary Public, State of Florida, at large

My commission expires:



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