

OFFICE USE ONLY DOCUMENT #

LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-11/26/01--01009--012
*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. NATIONAL PAINT AND BODY SHOP USA, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
NATIONAL PAINT AND BODY SHOP USA, INC.

The undersigned subscriber to those Articles of Incorporation, each a natural person of competent to contact, hereby associated themselves together to form a corporation under the laws of the State of Florida.

FILED
01 NOV 26 PM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I-NAME

The name of the corporation is NATIONAL PAINT AND BODY SHOP USA, INC.

ARTICLE II-DURATION

This corporation shall have perpetual existence.

ARTICLE III-PURPOSE

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of fifty cents par value common stock, which shall be designed "Common Shares."

ARTICLE V- PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1630 West 33 Place, Hialeah, FL 33012, and the name of the initial registered agent of this corporation at that address is ANA BERGNES.

ARTICLE VII-INCORPORATION

The name and address of the person signing these articles is:

ANA BERGNES
1630 WEST 33 PLACE
HIALEAH, FL 33012

ARTICLE VIII- BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the shareholders.

ARTICLE IX-CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by Certified Mail, Return-Receipt Requested giving five (5) days written notice.

ARTICLE X-SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law, except as provided for in Article XVIII.

ARTICLE XI-MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.,

ARTICLE XII-POWERS

This corporation shall have all of the corporate power enumerated in the Florida General Corporation Act.

ARTICLE XIII-MEETING BY TELEPHONE CONFERENCE

Shareholders may participate in special meetings by means of telephone conference as provided by law.

ARTICLE XIV-ACTIONS BY SHAREHOLDERS WITHOUT A MEETING

The shareholders may take action by written consent, as provided by law.

ARTICLE XV-DIVIDENDS

Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the corporation.

ARTICLE XVI-INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XVII-AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders in subject to this reservation.

ARTICLE XVIII-NOTICE

Any notice required herein shall be by certified mail, return receipt requested, or hand delivered to the Stockholders at the following address:

ANA BERGNES
1630 WEST 33 PLACE
HIALEAH, FL 33012

ARTICLE XIX-INITIAL DIRECTORS AND OFFICERS

This corporation shall initially have two directors, their names and addresses are as follows:

ANA BERGNES
1630 West 33 Place
Hialeah, FL 33012

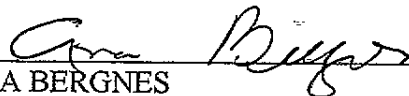
MARIELA BERGNES
4108 West 100 Lane
Hialeah, FL 33012

DURLAN BERGNES
1630 West 33 Place
Hialeah, FL 33012

ARTICLE XX-PRINCIPAL OFFICE ADDRESS

The initial address of the principal office of this corporation in the State of Florida is 1630 West 33 Place, Hialeah, FL 33012. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

IN WITNESS WHEREOF, the undersigned subscribers have executed the Articles of Incorporation on this 21 day of November, 2001.

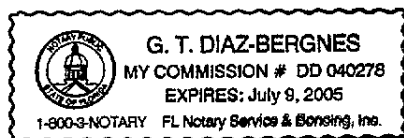

ANA BERGNES

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of County set forth above, personally appeared Ana Bergnes, who is personally known to me ~~X~~ or has produced _____ as identification, and who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed those Articles of Incorporation.

WITNESS my hand and seal in the County and State aforementioned on this 21 day of November, 2001.



My Commission Expires:


Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHING FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

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

First, that ANA BERGNES desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida, has named herself, as its agent to accept service of process within the State of Florida.

Ana Bergnes
ANA BERGNES

Date: 11/21/01

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 and complete performance of my duties.

Ana Bergnes
ANA BERGNES
Resident Agent

FILED
01 NOV 26 AM 10:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Date: 11/21/01