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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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GOETZ, HARTMAN & LANDSTEINER  
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS  
ATTORNEYS AT LAW

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June 14, 2003

Florida Department of State  
Corporation Division  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Incorporation of A – D Clutch and Repair, Inc.

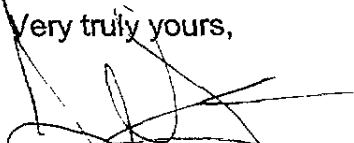
Gentlemen:

Enclosed, please find an original and one copy of the Articles of Incorporation of A – D Clutch and Repair, Inc. Please affix your approval on the copy and return it to my office.

My check in the amount of \$122.50 is enclosed to cover the costs of the Filing Fee and a Certified Copy of the Charter, and Registered Agent Designation.

Should you have any questions please contact me.

Very truly yours,

  
James L. Goetz  
JLG/crc  
Enclosures (as referenced)

**ARTICLES OF INCORPORATION  
OF  
A - D CLUTCH AND REPAIR, INC.**

FILED  
03 JUN 19 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these articles of Incorporation, each a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

**ARTICLE I – NAME**

The name of this corporation is A - D CLUTCH AND REPAIR, INC.

**ARTICLE II – NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

**ARTICLE III – CAPITAL STOCK**

The Maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock, each share having the par value of \$100.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

**ARTICLE IV – INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

#### **ARTICLE V – TERM OF EXISTENCE**

This corporation shall have perpetual existence.

#### **ARTICLE VI – ADDRESS**

The initial address of the principal office of this corporation is 800 Felix Avenue, Lehigh Acres, Florida 33971.

#### **ARTICLE VII – DIRECTORS**

This corporation shall have one Director. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the shareholder.

#### **ARTICLE VIII – INITIAL DIRECTORS**

The names and street addresses of the Board of Directors who shall hold office until their successor or successors are elected and have qualified are:

#### **ARTICLE IX – SUBSCRIBERS**

The names and street addresses of the subscribers of these articles of Incorporation and the number of shares of stock they have agreed to take are as follows:

Mary A. Goff  
800 Felix Avenue N.  
Lehigh Acres, FL 33971

#### **ARTICLE X – INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial Registered Agent of this corporation is Mary A. Goff. The street address of the initial registered office is: 800 Felix Avenue N, Lehigh Acres, Florida 33971.

#### **ARTICLE XI – EFFECTIVE DATE**

These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

#### **ARTICLE XII – AMENDMENT**

These 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 shareholders, and approved at a shareholder's meeting by a majority of the stock entitled to vote thereupon, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals,  
acknowledged and filed the foregoing Articles of Incorporation under the laws of  
the State of Florida, this 9th day of June, 2003.

Mary A. Goff  
MARY A. GOFF

STATE OF FLORIDA  
COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared Mary A. Goff, to me personally known, \_\_\_\_\_ or who has produced a driver's license Fla Driver License as identification, and who did take an oath, who after being duly sworn, and who deposed and said that she is the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above written  
this 9th day of June, 2003.

Catarina R. Catalano  
Notary Public State of Florida

My Commission Expires:



Catarina R. Catalano  
MY COMMISSION # DD082114 EXPIRES  
February 16, 2006  
BONDED THRU TROY FAIN INSURANCE, INC.

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

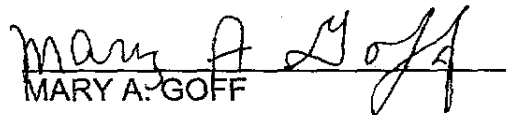
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Pursuant to Chapter 607.0501 Florida Statutes, the following is submitted, in compliance with said Act:

**FIRST**, that desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at Fort Myers, County of Lee, State of Florida, has named **Mary A. Goff**, located at **800 Felix Avenue N, Lehigh Acres, Florida 33971**, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

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

  
MARY A. GOFF

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03 JUN 19 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA