

Florida Department of State

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## FLORIDA PROFIT/NON PROFIT CORPORATION

Holiday Holdings Group, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HOLIDAY HOLDINGS GROUP, INC.

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The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Holiday Holdings Group, Inc.

The address of the principal office of this corporation shall be 2522 Wood Pointe Drive, Holiday, FL 34691 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2522 Wood Pointe Drive, Holiday, FL 34691 and the name of the initial registered agent of the corporation at that address is Mark P. Baertchi.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in this Articles of Incorporation. This corporation shall have (TWO) 2 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
Mark P. Baertschi	2522 Wood Pointe Drive Holiday, FL 34691
Joann M. Baertschi	2522 Wood Pointe Drive Holiday, FL 34691

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

<u>Name and Address</u>	<u>Office</u>
Mark P. Baertschi 2522 Wood Pointe Drive Holiday, FL 34691	President
Joann M. Baertschi 2522 Wood Pointe Drive Holiday, FL 34691	Vice-President, Secretary, Treasurer

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

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ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

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ARTICLE X. INCORPORATOR

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


Mark P. Baertschi  
2522 Wood Pointe Drive  
Holiday, FL 34691

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of  
Incorporation this 19 day of September, 2006.

  
MARK P. BAERTSCHI, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

I, MARK P. BAERTSCHI, having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in the foregoing Articles, hereby accept such appointment and acknowledged that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes 607.0505.

  
MARK P. BAERTSCHI, Registered Agent

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## FLORIDA PROFIT/NON PROFIT CORPORATION

## GENESIS BODY SHOP, INC

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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**CERTIFICATE OF INCORPORATION  
OF**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**GENESIS BODY SHOP, INC**

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.

**ARTICLE I**

The name of this corporation should be:

**GENESIS BODY SHOP, INC**

**ARTICLE II**

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

**ARTICLE III**

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of non par value. All stock is to be issued as fully paid and exempt from assessment.

**ARTICLE IV**

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the laws or written agreement among the stockholders, which shall be on file in the office of the corporation.

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**ARTICLE V**

The amount of the capital with which its corporation may begin doing business shall not be less than one thousand dollars (\$1,000.00).  
The common stock will be of 1,000 shares for \$1.00 dollar per each.

**ARTICLE VI**

The existence of the corporation is perpetual.

**ARTICLE VII**

The initial post office address of the principal office of the corporation in the State of Florida is:

**1000 EAST 15 ST HIALEAH, FL 33010**

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The board of directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is:

**1000 EAST 15 ST HIALEAH, FL 33010**

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x   
The registered agent at the address is:

**JUAN ORTEGA  
1000 EAST 15 ST  
HIALEAH, FL 33010**

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#### ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than one, any more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business, which will be properly done by the directors on behalf of the corporation, shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

#### ARTICLE IX

The names and post office of the members of the first board of directors and the state of corporate officers are as follows:

JUAN ORTEGA	PRESIDENT	100% SHARES
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#### ARTICLE X

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS OF SECTION 1244 OF THE INTERNAL REVENUE SERVICE THE BENEFITS PROVIDED THEREUNDER.

IN WITNESS WHEREOF, WE THE INCORPORATORS HERE UNTO SET OUR HANDS AND SEALS, THIS SEPTEMBER 18, 2006

  
JUAN ORTEGA  
1000 EAST 15 ST  
HIALEAH, FL 33010



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

Pursuant to the provisions of the section 607.0501, Florida Statutes, the undersigned corporations, organized under the law of the State of Florida. The name of the corporation is **GENESIS BODY SHOP, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the at the city of Miami, State of Florida has named: **JUAN ORTEGA**

Agent to accept process in State of Florida County of Dade.

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.

  
**JUAN ORTEGA**  
**1000 EAST 15 ST**  
**HIALEAH, FL 33010**

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