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FREDERICK J. GANT

ATTORNEY AND COUNSELOR AT LAW

FREDERICK J. GANT
*Florida & Alabama Bar

322 WEST CERVANTES STREET POST OFFICE BOX 12322 PENSACOLA, FLORIDA 32591 (850) 433-3230 FAX (850) 434-8158

December 30, 2010

Department of State New Filing Section Divisions of Corporations P.O. Box 6347 Tallahassee, FL 32314

RE: Savers Transmission Inc.

To Whom It May Concern:

Please find enclosed are an original and one (1) copy of the articles of incorporation and a pre stamped envelope and a check for \$87.50 for the Filing Fee, Certified Copy and the Certificate of Status.

Should you have any questions or concerns, or require further information, please do not hesitate to contact our office.

Sincerely,

Frederick J. Gant, Esquire

FJG/sdm enclosure

cc: Bill Green

ARTICLES OF INCORPORATION

FOR

SAVERS TRANSMISSION, INC.

A CORPORATION FOR PROFIT

DOIL JAN 13 AM 11: 10

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is SAVERS TRANSMISSION, INC.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is to provide:

Automotive Repair of Transmission and Drive Trains

FOURTH: Authorized Shares. 100 shares of capitol stock at \$1.00 per share (\$1.00 par value).

Initial Issues. 100 shares at \$1.00 par value. Stock Limitations: Right of First Refusal.

States Capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be stated capital of the corporation at any particular time

Restriction on Transfer of Shares. None of the shareholders of the corporation shall make any transfer of stock unless he or she shall have first offered those shares to the corporation and to the other shareholders of the corporation in the manner and to the extent hereafter set forth.

- A. Every offer shall be in writing.
- B. The corporation shall have a prior option to purchase the stock by notice of acceptance to offeror within thirty (30) days after notice of transfer. Upon failure of the corporation to exercise its options to so purchase the shares of the stock, the non-offering shareholders of the corporation

shall have the option exercisable within forty-five (45) days of notice of the offer of transfer of stock to purchase the stock in the proportion in which the stock then owned by each of them bears to all issued and outstanding stock of the corporation, excluding the stock of the offeror and that of his spouse or his children. The option granted under this paragraph may be exercised by the corporation or purchasing shareholder by giving written notice to the offeror of their intention to exercise the option, within the period of time specified.

C. This agreement shall be binding upon the heirs, guardians, personal representatives and assigns of each of the shareholders.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

FIFTH: The street address in Florida of the principal office of the corporation is 5105 N.. Palafox St., Pensacola, Florida 32505 and the name of the initial registered agent at such address is WILLIAM N. GREEN whose address is 5105 N. Palafox St. Pensacola, Fl.

SIXTH: The Board of Director shall consist of not more than three (_3__) members and not less than one_(1_) members, who need not be resident of the State of Florida or shareholders of the corporation.

SEVENTH: The name and address of the person who will serve as Directors and Officers until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, is as follows:

WILLIAM N. GREEN, PRESIDENT

5105 N. Palafox Street Pensacola, Florida, 32505 850-434-3907

Pensacola, Florida 850-434-3907

EIGHTH: The name and address of the initial incorporator is WILLIAM N. GREEN 5105 N. PALAFOX STREET, PENSACOLA, FLORIDA, 32505.

NINTH: A majority of the stockholders of the corporation shall be required for any shareholder action.

TENTH: The shareholders shall have the power to amend, adopt, alter, change, or repeal the Articles of Incorporation when proposed or approved at a shareholders meeting, with not less than a two-thirds vote of the common stock.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation at Pensacola, Escambia County, Florida, on this ______ day of ________,

2010. I submit this document and affirm that the facts stated herein are true. I am aware that the false informatiomnmsubmitte in document to the Department of state constitutes a third degree felony as provided for in 817.155, Florida Statute

WILLIAM N. GREEN INCORPORATOR

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate am familiar with and accept the appointment as registered agent ,and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

William N. GREEN

REGISTERED AGENT

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared, WILLIAM N. GREEN, to me well known and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the foregoing Articles for the purposes therein stated.

WITNESS my hand and seal on the 30th day of December

My Commission Expires: 2/8/14

THIS INSTRUMENT PREPARED BY:

FREDERICK JEROME GANT, ESQUIRE 322 West Cervantes Street Post Office Box 12322 Pensacola, Florida 32581 (850) 433-3230

