

P9500004394

Allen, Mathews & Baker, P.A.

257 S.E. AVENUE B
DELLA GLADE, FLORIDA 33430
TELEPHONE: 407-666-7272

ATTORNEYS AT LAW

EDWARD R. ALLEN (1912-1992)
ROBERT E. MATHEWS, JR. (RETD 1990)
JOHN E. BAKER

January 10, 1995

Secretary of State
Corporate Division
The Capitol
Tallahassee, Florida 32304

RECEIVED
01/10/95
122.50

Re: Bee Cool Automotive, Inc.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing fee:	\$35.00
Certified Copy:	\$52.50
Registered Agent fee	\$35.00
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

John E. Baker

JEB/cb

Signed in Tallahassee, Florida

D. BROWN JAN 18 1995

ARTICLES OF INCORPORATION
OF
Bee Cool Automotive, Inc.

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act executes and files these Articles of Incorporation.

ARTICLE I

The name of this corporation is Bee Cool Automotive, Inc.

ARTICLE II

The street and mail address of the initial principal office of the corporation is 1132 N.W. 9th Street, Belle Glade, Florida 33430.

ARTICLE III

This corporation is authorized to issue six thousand shares of common stock fully paid and nonassessable having a par value of .10 per share.

ARTICLE IV

The name and address of the incorporator is John Ivan Willis, 1451 Wedgeworth Road, Belle Glade, Florida 33430.

ARTICLE V

The purposes for which this corporation is formed are to engage in any and all activities permitted under the laws of the United States of America and the Florida Business Corporation Act.

ARTICLE VI

This corporation shall have two directors initially. The number of directors may be increased or decreased as provided in the By-Laws but shall never be less than one. The names and addresses of the initial directors of the corporation are:

John Ivan Willis
1451 Wedgeworth Road
Belle Glade, Florida 33430

Robert Kelly Willis
1041 N.E. 25th Street
Belle Glade, Florida 33430

FILED
95 JUN 17 PM 12:52
BELL COUNTY CLERK
FLORIDA

These Articles of Incorporation may be amended by the Board of Directors.

ARTICLE VII

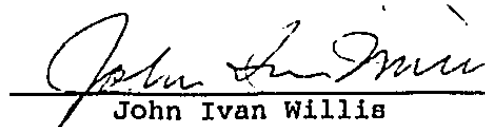
The street address of the corporation's initial registered office and the name of its initial registered agent at that office together with are as follows:

1. The street address is 257 S.E. Avenue E, Belle Glade, Florida 33430.
2. The name of the registered agent at that address is John E. Baker.

I John E. Baker, having been named as Registered Agent for the above corporation, and a resident of Belle Glade, Palm Beach County, Florida and hereby accept my appointment as such Registered Agent this 30 day of December, 1994.


John E. Baker

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation for the purposes above set forth in Belle Glade, Palm Beach County, Florida on this 30 day of December, 1994.


John Ivan Willis

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me the undersigned authority duly authorized to take oaths in the State of Florida personally appeared John Ivan Willis, to me personally known to be the person who executed the foregoing Articles of Incorporation and he acknowledged to me that he executed such instrument.

30th IN WITNESS WHEREOF, I have set my hand and seal this day of December, 1994.



CYNTHIA L. BAKER
MY COMMISSION # CC357495 EXPIRES
March 20, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

