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Friday, January 27, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

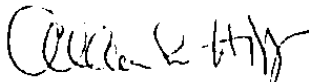
Re: DOCHILL, Inc.
My File: 85-45X

RECEIVED 1 31 1995
01/31/95 0112 017
****12.50 ****12.50

Dear Sirs:

Enclosed please find an original and two copies of Articles of Incorporation and a Resident Agent Designation for North Palm Auto & truck Accessories, Inc., together with my check in the amount of \$122.50. Please file this, returning a copy to me.

Sincerely,


Allan L. Hoffman

ALH:sc
Enclosure

RECEIVED
CORPORATION
DIVISION
JAN 31 1995
FILED

ALL
2-6-95

ARTICLES OF INCORPORATION
FOR
DOCHILL, INC.

FILED

95 JAN 31 11 0 14

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE ONE: The name of the corporation is DOCHILL, INC.

ARTICLE TWO: The duration of the corporation is perpetual.

ARTICLE THREE: The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any trade or business for any lawful purpose.

ARTICLE FOUR: The aggregate number of shares which the corporation is authorized to issue is Five Hundred (500). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1).

ARTICLE FIVE: The street address of the corporation's principal office, the mailing address of the corporation and the initial registered office of the corporation is 1610 Southern Blvd., W. Palm Beach, Florida 33406, and its initial registered agent at such address is ALLAN L. HOFFMAN.

ARTICLE SIX: The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

ALLAN L. HOFFMAN, 1610 Southern Blvd., W. Palm Beach, Fla. 33406.

It is anticipated that this corporation will be operated by the stockholders without a Board of Directors.

ARTICLE SEVEN: The name and address of each incorporator is:

ALLAN L. HOFFMAN, 1610 Southern Blvd., W. Palm Beach, Fla. 33406.

Executed by the undersigned at West Palm Beach, Florida this 27th day of January, 1995.

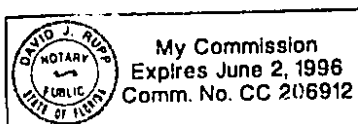

ALLAN L. HOFFMAN

STATE OF FLORIDA
COUNTY OF PALM BEACH

27th The foregoing instrument was acknowledged before me this day of January, 1995, by ALLAN L. HOFFMAN, who is personally known to me.


Signature of Notary

DAVID J. RUPP
Name of Notary (Print)




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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTE. THE FOLLOWING IS SUBMITTED.

FIRST--THAT DOCHILL, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT 1610 Southern Blvd., W. Palm Beach, Fla. 33406, HAS NAMED ALLAN L. HOFFMAN, LOCATED AT 1610 Southern Blvd., W. Palm Beach, Fla. 33406, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


CORPORATE OFFICER

TITLE President

DATE JANUARY 27, 1995

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.

SIGNATURE


RESIDENT AGENT

DATE JANUARY 27, 1995

FILED
JAN 31 1995
CLERK OF COURT
JAN 31 1995