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TRANSMITTAL LETTER

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

RECEIVED FEB 7 1995
TALLAHASSEE, FL

SUBJECT: Specialized Automotive, Inc.
(Proposed corporate name - must include suffix)

FILED
1995 FEB - 7 AM 7:09
SECRETARY
TALLAHASSEE, FL

Enclosed is an original and one (1) copy of the articles of Incorporation and a check for:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate
- \$122.50 Filing Fee & Certified Copy
- \$131.25 Filing Fee, Certified Copy & Certificate

FROM: Ronald E. Runnels
Name (printed or typed)

4211 N.W. Capital Circle
Address

Tallahassee, FL 32303
City, State & Zip

Daytime Telephone number

F CHASSER FEB 7 1995

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
SPECIALIZED AUTOMOTIVE, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME AND ADDRESS

The name of the corporation is Specialized Automotive, Inc. The principal office of the corporation is 4211 N.W. Capital Circle, Tallahassee, FL 32303. The mailing address of the corporation is 4211 N.W. Capital Circle, Tallahassee, FL 32303.

ARTICLE II
DURATION

The duration of the corporation is perpetual.

ARTICLE III
PURPOSE

The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

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B To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish the

ARTICLE

SHARES

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100) shares of common stock. Such shares shall be of a single class and shall have a par value of one (\$1.00) Dollar per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4211 N.W. Capital Circle, Tallahassee, FL 32303, and the name of its initial Registered Agent at that address is RONALD E. RUNNELS.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is two. The number of Directors may be increased from time to time in accordance with Bylaws but shall never be less than two. The name and address of each initial Director of the corporation is as follows:

RONALD E. RUNNELS	4211 N.W. Capital Circle Tallahassee, FL 32303
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MELINDA G. RUNNELS	4211 N.W. Capital Circle Tallahassee, FL 32303
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ARTICLE VII
INCORPORATORS

The name and address of each incorporator is as follows:

RONALD E. RUNNELS	4211 N.W. Capital Circle Tallahassee, FL 32303
MELINDA G. RUNNELS	4211 N.W. Capital Circle Tallahassee, FL 32303

ARTICLE VIII
OFFICERS


The officers of the corporation shall consist of a President, Vice-President, and Secretary/Treasurer and such other officers and assistant officers as may be provided in the Bylaws. Each officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial officer of the corporation is as follows:

RONALD E. RUNNELS	4211 N.W. Capital Circle Tallahassee, FL 32303	President/ Treasurer
MELINDA G. RUNNELS	4211 N.W. Capital Circle Tallahassee, FL 32303	Vice-President/ Secretary

ARTICLE 18
AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments to them, and any right conferred upon the Shareholders in subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 7 day of February, 1995.



RONALD E. RUNNELS




MELINDA G. RUNNELS

STATE OF FLORIDA
COUNTY OF GADSDEN

Before me personally appeared RONALD E. RUNNELS and MELINDA G. RUNNELS, to me well known and known to me to be the people described in and who executed the foregoing Articles of Incorporation and who are personally known to me and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 7 day of February, 1995.



Fred H. Collins
NOTARY PUBLIC
State of Florida at Large
Commission No.:
My Commission Expires:



ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.



RONALD E. RUNNELS

Date: February 7, 1995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA