

WITTMER & CARVER, P.A.
ATTORNEYS AT LAW

Steven T. Wittmer
Member of Florida and Georgia Bar

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J. Christopher Carver
Member of Florida and Illinois Bar

P 950000 11370

January 19, 1995

Division of Corporations EFFECTIVE DATE
Post Office Box 6327
Tallahassee, Florida 32314 2-3-95
Attn: New Filings

000001389810
-01/26/95--01026--017
*****70.00 *****70.00

RE: VON ENTERPRISES, INC.; OUR FILE 94-295

Dear Sir or Madam:

Enclosed is our check payable to the Secretary of the State, in the amount of \$70.00 as filing fee for the referenced corporation.

Accordingly, I have attached the original Articles of Incorporation plus one copy to be returned to our office once processed.

Please contact me should you have any questions. Thank you.

Yours truly,

Michelle Arias
Michelle Arias
Legal Assistant

Enc.

RECEIVED FEB 10 1995

2105

WITTMER & CARVER, P.A.
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4651 Ponce De Leon Blvd., Suite 200
Coral Gables, FL 33146

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J. Christopher Carver
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February 3, 1995

Ms. Freida Chesser,
Corporate Specialist
Division of Corporations
Post Office Box 6327
Tallahassee FL 32314

EFF
EFFECTIVE DATE
2-3-95

RE: VON ENTERPRISES, INC.; FILE: 94-295
REF NUMBER: W95000002105

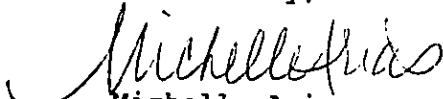
Dear Ms. Chesser:

We have corrected the effective date on the Articles of Incorporation and are returning the same to you for filing.

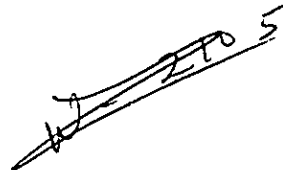
Please forward a copy to our office in the postage paid envelope once the articles have been processed.

Thank you and please contact me should you have any questions.

Yours truly,


Michelle Arias
Legal Assistant

Enc.



FILED
FEB - 7 1995
TALLAHASSEE, FL

ARTICLES OF INCORPORATION

OF

VON ENTERPRISES, INC.

The undersigned being natural person (s), for the purpose of becoming a corporation under the laws of the State of Florida, and under the laws of the State of Florida, and under the provisions of the Florida Corporation Act and hereby adopt the following Articles of Incorporation:

EFFECTIVE DATE
2-3-95

ARTICLE I

The name of the corporation is **VON ENTERPRISES, INC.**

ARTICLE II

The general nature of the business to be conducted and carried on by this Corporation is:

A. To engage in all phases of work regarding:

Body Shop Work

B. To engage in every aspect and phase of each and every lawful business or operation permitted by the laws of the State of Florida.

C. The enumeration of the foregoing business shall not restrict any other lawful business of the Corporation.

ARTICLE III

The corporation shall have the right to do any of the following:

1. To enter into, and perform any contract or transaction whose terms are fair and reasonable with any person, firm or business.
2. To purchase, receive or otherwise acquire, hold, own, pledge, or grant a security interest in, transfer or otherwise dispose of its own shares.
3. To maintain the books of the Corporation in any manner authorized by law.

ARTICLE IV

A. The stockholders are authorized to issue and have outstanding at any time 500 shares of common stock with a par value of \$1.00 per share.

B. The Stockholders are authorized to enter into Voting, Trusts, Voting Agreements or any similar agreements affecting the stockholder's ability and right to vote which agreement (s) shall be binding.

C. Any meeting of the Stockholders or Directors may be held within or without the State of Florida, at such place as the ByLaws of the Corporation may designate.

ARTICLE V

The amount of capital which this Corporation shall begin business with shall be Five Hundred and No/100 Dollars (\$500.00).

ARTICLE VI

The Corporation shall commence business on the 3rd day of February, 1995, and its continued existence shall be perpetual.

ARTICLE VII

The name and address of the initial registered agent and registered office of this Corporation is:

Registered Agent:

**Steven T. Wittmer, Esq.
4651 Ponce De Leon Boulevard
Suite 200
Coral Gables, FL 33146**

The initial business office address of the Corporation is:

**7231 SW 42nd Street
Miami, Florida 33155**

This Corporation may change the address of the business offices to any other address in Florida, and shall have the right and power to transact business and establish offices outside the State of Florida, and in foreign countries.

ARTICLE VIII

The Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased in accordance with the provisions of the ByLaws adopted by the Stockholders. The Corporation shall never have less than one Director.

A. The Board of Directors is expressly authorized to do any of the following:

1. To create, amend or repeal the Bylaws of the Corporation.

2. To amend or repeal these Articles of Incorporation in any manner provided by law. Every amendment shall be approved by a majority of the Board of Directors and upon approval shall be passed if the shareholders by the affirmative vote of the holders of two-third (2/3) of the shares entitled to vote, or all of the shareholders by written consent, have approved the amendment.

3. To enter into and execute contracts, mortgages, promissory notes and any other type of written agreement affecting the real and personal property of the Corporation.

4. To create out of any funds of the Corporation available for dividends, a reserve or reserves for any purpose.

5. To sell, lease or exchange all of the property and assets of the Corporation, upon such terms and conditions, as the Board of Directors shall deem fair, reasonable and in the best interests of the Corporation.

6. To enter into any contract or transaction between the Corporation and any other entity whether or not any of the Directors or Officers of this Corporation is a member, stockholder, director or officer of such other entity; has ownership or equitable interest in the real or personal property involved in the transaction; or is in any other way interested in such other entity.

ARTICLE IX

The name and address of the initial first members of the Board of Directors are set forth below: These directors shall hold office for the first year of the Corporation's existence or until their Successors are elected or qualified:

1. William VonKuehlman	President
	Vice President
	Secretary
	Treasurer

ARTICLE X

The name and address of the subscriber and incorporator of these Articles of Incorporation is:

William VonKuehlman	7231 S.W. 42nd Street
	Miami, Florida 33155

EXECUTED by the undersigned Incorporator on this 23 day of November 1994.

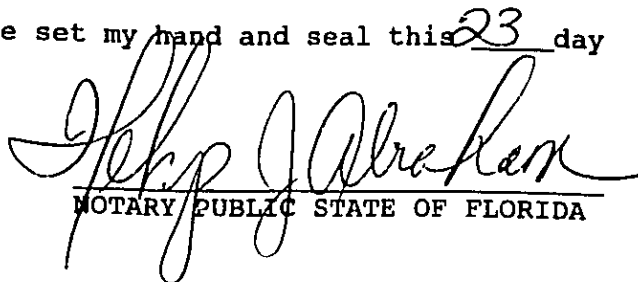

WILLIAM VONKUEHLMAN

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared WILLIAM VONKUEHLMAN known to me to be the person (s) who executed the foregoing Articles of Incorporation of VON ENTERPRISES, INC. and he acknowledged that he executed these Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and seal this 23 day of November 1994.


NOTARY PUBLIC STATE OF FLORIDA

CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

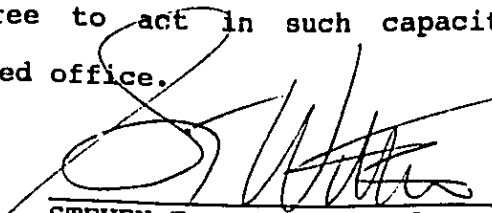
In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

I, WILLIAM VONKUEHLMAN, the Incorporator for VON ENTERPRISES, INC., hereby designate STEVEN T. WITTMER, ESQ., as its registered agent whose address is 4651 Ponce De Leon Boulevard, Coral Gables, Florida 33146.

ACCEPTANCE

Having been named as registered agent for the above corporation, I hereby agree to act in such capacity for such Corporation at its registered office.


STEVEN T. WITTMER. ESQ.

FILED
1995 FEB -7 11:10:03
SECRETARY
TALLAHASSEE
FLA