Telephone: (305) 532-5679 Fax: (305) 534-8813

## Lase Offices of Dora Po. Sorroz Intercontinental Bank Building, 930 Washington Ave., 2nd Floor, Miami Heach, Florida 33139

February 13, 1995

FLORIDA DEPARTMENT OF STATE Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

700001412097 -02/21/95--01153--010 \*\*\*\*122.50 \*\*\*\*122.50

RE: ARTICLES OF INCORPORATION KARM REPAIR OF PLORIDA, INC.

Dear Sir/Madam:

Enclosed find a check for \$122.50, Articles of Incorporation of Karm Repair of Florida, Inc. and all supporting documentation.

Thanking you in advance for your prompt attention to this matter.

Sincerely,

LAW OFFICES OF DORA R. GOMEZ

DRG: mm encls.

# ARTICLES OF INCORPORATION OF KARM REPAIR OF PLORIDA, INC.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

### ARTICLE I

The name of the Corporation is KARM REPAIR OF FLORIDA,

INC. The corporation's principal address is 19591 N.E. 10th

Avenue, Bay H, North Miami Beach, FL 33179.

## ARTICLE II DURATION

The corporation shall exist in perpetuity.

### ARTICLE III PURPOSE

The purposes for which the corporation has been formed are any and all lawful business permitted under the laws of the State of Florida and of the United States.

#### ARTICLE IV CAPITAL STOCK

The corporation is authorized to issued 500 shares of \$1.00 per value common stock which shall be designated "Common Shares"

## ARTICLE V RIGHT OF SHARES OF CAPITAL STOCK

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares, to be voted cumulatively.

#### ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and Registered Office of the Corporation is:

DORA R. GOMEZ, ESQ. Second Floor, Intercontinental Bank 930 Washington Avenue Miami Beach, FL 33139

#### ARTICLE VII INITIAL BOARD OF DIRECTORS

The corporation shall have 2 directors initially. The number of Directors may be either increased or decreased from time to time nu the By-Laws adopted by the corporation. The names and addresses of the initial Directors and their respective offices are:

PRESIDENT: RONALD DALE KARM

19591 N.E. 10th Avenue, Bay H North Miami Beach, FL 33179

SECRETARY/TREASURER: MICHAEL ROGERS

19591 N.E. 10th Avenue, Bay H North Miami Beach, FL 33179

#### ARTICLE VIII

No contract, act or transaction of this corporation with any person or person, firm or other corporation, in the absence of fraud or wrongdoing shall be affected or invalidated by the fact that any director of this corporation is party or interested in such contract, act or transaction, or in any way connected with such person, persons, firm, or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation which he may in anywise be interested. Any director of this may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact the is also a director of such subsidiary or controlled company.

#### ARTICLE IX BY-LAWS

The power to adopt, alter amend or repeal the By-Laws shall be vested in the Directors.

## ARTICLE X INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

#### <u>ARTICLE XI</u> COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence on the date of filling of these articles.

### ARTICLE XII AMENDMENT

These Articles of Incorporation may be altered or amended by resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the outstanding Common Shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

### ARTICLE XIII INCORPORATOR

The incorporator is RONALD DALE KARM and his corporate address is 19591 N.E. 10th Avenue, Bay H, North Miami Beach, FL 33179.

IN WITNESS WHEREOF, I have set my hand and seal this

day of FER , 1995.

ONALD DALE KARM

STATE OF FLORIDA )

COUNTY OF DADE )

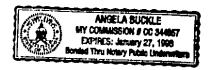
BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared RONALD DALE KARM, known to me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that the same was freely and voluntarily executed for the purposes therein expressed.

WITNESS my hand and seal, this, 1995 at Miami, Dade County, Florida.

day of February

NOTARY PUBLIC State of Florida

My Commission Expires:



### CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BU! INESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida St tutes, the following is submitted, in compliance with said Act:

First, that KARM REPAIR OF FLORIDA, INC.. a Florida corporation, with its principal office, as indicated in the Articles of Incorporation, has named DORA R. GOMEZ, E.Q., located at Second Floor, Intercontinental Bank, 930 Washington Avenue, Miami Beach, Florida 33139, as its agent to accept service of process with this State.

#### ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, **DORA R. GOMEZ, ESQ.**, hereby accepts to act in this capacity, and agrees to comply with the provision of said Act relative to keeping open said office.

שתעם

DORA R. GOMEZ, ISO

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