

P950000 16752

V. DONALD HILLEY, P.A.

SUITE 204, PROSPERITY GARDENS

11360 PROSPERITY FARMS ROAD

PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE (407) 627-0009

FAX NO (407) 622-5531

February 22, 1995

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

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-02/27/95--01068--008
****122.50 ****122.50

Re: PALM BEACH AUTO TRIM, INC.

Gentlemen:

We are enclosing the original and a duplicate copy of the Articles of Incorporation of this proposed corporation together with a Designation of Registered Agent and Acceptance of Designation. The duplicate copy of the Articles have been subscribed and acknowledged by the subscriber in the same manner as the original.

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it to us. Enclosed is a check for \$122.50 to cover the costs of the filing fee, certificate fee and registered agent and designation fee.

Very truly yours,

V. Donald Hilley

V. Donald Hilley

Enclosures

DMC 3/1/95

FILED
95 FEB 27 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PALM BEACH AUTO TRIM, INC.

FILED
95 FEB 27 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation is:

PALM BEACH AUTO TRIM, INC.

ARTICLE II

Nature of Business

The general nature of business to be transacted by this corporation is: any business or business activity permitted under the laws of the State of Florida and the United States.

ARTICLE III

Capital Stock

The maximum number of shares this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock with a par value of one dollar (\$1.00) per share.

ARTICLE IV

Term of Existence

The corporation shall exist perpetually.

ARTICLE V

Registered Office and Agent

The street address of the Registered Office of this corporation in the State of Florida is:

767 North Military Trail, Bay #4
West Palm Beach, FL 33409

The Registered Agent of the corporation at the corporation's Registered Office is:

DAMACIO RODRIGUEZ, JR.

ARTICLE VI

Directors

This corporation shall have one (1) initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

Initial Directors

The name and address of the members of the first Board of Directors is:

DAMACIO RODRIGUEZ, JR.
767 North Military Trail, Bay #4
West Palm Beach, FL 33409

ARTICLE VIII

Principal Office of Corporation

The address of the principal office of this corporation is:

767 North Military Trail, Bay #4
West Palm Beach, FL 33409

ARTICLE IX

Incorporator

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

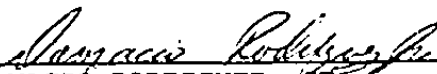
DAMACIO RODRIGUEZ, JR.
767 North Military Trail, Bay #4
West Palm Beach, FL 33409

ARTICLE X

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.

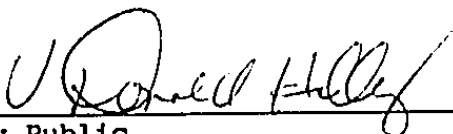
IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this *22* day of *February*, 1995.


DAMACIO RODRIGUEZ, JR.

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH) SS:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid, to take acknowledgements, personally appeared DAMACIO RODRIGUEZ, JR., to me well known to be the person described as incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 22 day of February, 1995.



Notary Public

SEAL:



V. DONALD HILLEY
MY COMMISSION # CC420670 EXPIRES
December 2, 1993
BONDED THRU TRISTY FARM INSURANCE, INC.

DESIGNATION OF REGISTERED AGENT

AND

ACCEPTANCE OF DESIGNATION

FILED

95 FEB 27 AM 10:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

That PALM BEACH AUTO TRIM, INC., desiring to organize or qualify under the laws of the State of Florida, with its registered office located at:

767 North Military Trail, Bay #4
West Palm Beach, FL 33409

has named DAMACIO RODRIGUEZ, JR., as its agent to accept service of process within Florida.

Damacio Rodriguez, Jr.
DAMACIO RODRIGUEZ, JR.

Title: *President*

Date: *2-22-95*

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.

Damacio Rodriguez, Jr.
DAMACIO RODRIGUEZ, JR.

Date: *2-22-95*