

WATKINS & RAMUNNI, P.A.

Attorneys and Counselors at Law

John Jay Watkins
Steven A. Ramunni
(Member - Texas Bar)

150 South Main Street, Suite 3
Post Office Box 250
LaBelle, Florida 33935

Telephone: 813-675-4424
Telecopier: 813-675-4521

February 21, 1995

Florida Secretary of State
Division of Corporations
The Capitol Room 2002
Tallahassee, Florida 32301

RECEIVED
MAR 13 1995
TALLAHASSEE, FLORIDA

IN RE: The Incorporation of The Boyz Palace Custom Auto Body, Inc.

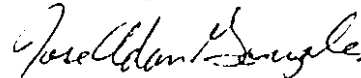
Dear Sir:

Enclosed herewith is the original and one copy of the duly executed Articles of Incorporation along with my check in the amount of \$122.50 for the incorporation of THE BOYZ PALACE CUSTOM AUTO BODY, INC.

Please file them with your department and return to me a certified copy thereof. I have enclosed a self-addressed, stamped envelope for your convenience.

Thank you for your assistance and cooperation in this matter.


Sincerely,



Jose Adan Gonzales

/nmg

Enclosures



FILED
85 MAR 13 AM 9 53
SECRET
TALLAHASSEE, FLORIDA

T. BROWN MAR 13 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 24, 1995

JOSE ADAN GONZALES
P.O. BOX 1885
LABELLE, FL 33935

SUBJECT: THE BOYZ PALACE CUSTOM AUTO BODY, INC.
Ref. Number: W95000004261

We have received your document for THE BOYZ PALACE CUSTOM AUTO BODY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 795A00008525

ARTICLES OF INCORPORATION
OF
THE BOYZ PALACE CUSTOM AUTO BODY, INC.

FILED
95 MAR 13 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is: THE BOYZ PALACE CUSTOM AUTO BODY, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE.

This corporation shall have perpetual existence, commencing upon the filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the Initial Registered Office of this corporation in the State of Florida shall

be: Jose Adan Gonzales
182-B N. Industrial Loop
Post Office Box 1885
LaBelle, Florida 33935

The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This corporation shall have two (2) directors 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 names of the initial directors of this corporation and their street addresses are:

JOSE ADAN GONZALES
400 MARION AVENUE
LABELLE, FL 33395

NORA M. GONZALES
400 MARION AVENUE
LABELLE, FL 33935

The persons named as initial directors shall hold office for the first year of existence of this corporation or until successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and the street address of the person signing these Articles of Incorporation as the Incorporator are:

JOSE ADAN GONZALES
182-B N. Industrial Loop
Post Office Box 1885
LaBelle, Florida 33935

ARTICLE IX. 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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain

amendment of this Articles of Incorporation be made.

ARTICLE X. PREEMPTIVE RIGHTS.

All shareholders shall be entitled to preemptive rights.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 21ST day of February, 1995.

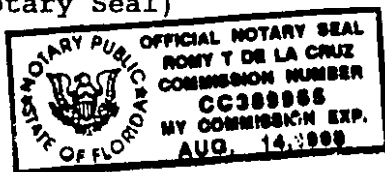
Jose Adan Gonzales
JOSE ADAN GONZALES
Incorporator

STATE OF FLORIDA

COUNTY OF HENDRY

BEFORE ME, a Notary Public, personally appeared JOSE ADAN GONZALES, to me personally known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation this 21ST day of February, 1995.

(Notary Seal)




Romy T. de la Cruz
Notary Public
My Commission Expires: 8-14-98

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

That THE BOYZ PALACE CUSTOM AUTO BODY, INC., desiring to organize under the laws of the State of Florida, with its principal office located at 182-B N. Industrial Loop, LaBelle, Florida, County of Hendry, State of Florida, has named JOSE ADAN GONZALES, located at 182-B N. Industrial Loop, LaBelle, Florida, County of Hendry, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



JOSE ADAN GONZALES
Registered Agent

FILED
95 MAR 13 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000019980

March 29, 1995

Florida Secretary of State
Division of Corporations
The Capitol, Room 2002
Tallahassee, Florida 32301

400001445584
-04/03/95--01015--017
*****35.00 *****35.00

IN RE: The Incorporation of The Boyz Palace Custom Auto Body, Inc.

Dear Sir:

Enclosed herewith is the original duly executed Articles of Amendment to Articles of Incorporation of The Boyz Palace Custom Auto Body, Inc., along with my check in the amount of \$35.00 for The Boyz Palace Custom Auto Body, Inc.. Please file these with your department.

Thank you for your assistance and cooperation in this matter.

Sincerely,

Nora M Gonzales

Nora M. Gonzales

NORA M GONZALES
6589 SR 29 SOUTH
LABELLE FL 33935

Enclosures

FILED
95 APR 26 PM 12:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Amend

5/3

B



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 7, 1995

NORA M. GONZALES
6589 S.R. 29 SOUTH
LABELLE, FL 33935

SUBJECT: THE BOYZ PALACE CUSTOM AUTO BODY, INC.
Ref. Number: P95000019980

We have received your document for THE BOYZ PALACE CUSTOM AUTO BODY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 895A00015904

Returned to State:
4/24/95

ARTICLES OF AMENDMENT TO ARTICLES OF
INCORPORATION OF THE BOYZ PALACE CUSTOM AUTO BODY, INC.

1. The name of corporation is: THE BOYZ PALACE CUSTOM AUTO BODY, INC.,

2. Article VI. is amended to read as follows:

Article VI. BOARD OF DIRECTORS.

This corporation shall have one (1) director.
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).

3. Article VII. is amended to read as follows:

The name of the director of this corporation
and his street address is:

JOSE ADAN GONZALES
400 MARION AVENUE
LABELLE, FL 33935

4. The foregoing amendments were adopted by the shareholders after being proposed to them by the Board of Directors on March 29, 1995.

DATED this 29th day of March, 1995.

Nora M. Gonzales
NORA M. GONZALES-Secretary/
Treasurer

(Corporate Seal)

Attest: Nora M. Gonzales
NORA M. GONZALES
Secretary/Treasurer

STATE OF FLORIDA

COUNTY OF HENDRY

The foregoing instrument was acknowledged before me this 29th day of March, 1995, by NORA M. GONZALES, SECRETARY and TREASURER of THE BOYZ PALACE CUSTOM AUTO BODY, INC., a Florida corporation, on

FILED
95 APR 26 PM 12:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

behalf of the corporation. She is personally known to me ~~or has~~
~~produced~~ _____ ~~as identification and did~~ (did
not) take an oath.

(Notary Seal)



Martha L. Ratliff
Notary Public
My Commission Expires: 4/27/96