

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

800-342-8086



P9500028817

ACCOUNT NO. : 072100000032

REFERENCE : 578189 9294A

AUTHORIZATION :

Patricia Pyzik

COST LIMIT : 9 122.50

ORDER DATE : April 11, 1995

ORDER TIME : 4:40 PM

ORDER NO. : 578189

CUSTOMER NO: 9294A

7000001454297

CUSTOMER: Brent G. Wolmer, Esq
JONAS & WOLMER, P.A.

Suite 870
3300 Pga Boulevard
Palm Beach Gard, FL 33410

DOMESTIC FILING

NAME: TCA IMPORTS, INC.

FILED
95 APR 12 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

T. BROWN APR 12 1995

ARTICLES OF INCORPORATION
OF
TCA IMPORTS, INC.

FILED
95 APR 12 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TCA IMPORTS, INC.

The address of the principal office of this corporation shall be 3 Harmony Lane, Hobe Sound, Florida 33455, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Ways Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Daniel Ginsburg
Dir.

2 Harmony Lane
Hobe Sound, Florida 33455

Deborah Coulson
Dir.

109 Quail Run
Bedford, Texas 76021

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Daniel Ginsburg
Pres.

3 Harmony Lane
Hobe Sound, Florida 33455

Doborah Couls n
V.Pres./Sec.

109 Quail Run
Bedford, Texas 76021

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has herunto set their hand and seal of Corporation Information Services, Inc., on April 11, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: *Gail Shelby*
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN THE ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: *Gail Shelby*
Its Agent, Gail Shelby

TLR/dks

P95000028817

JONAS AND WOLMER, P.A.
ATTORNEYS AT LAW
3000 N.W. BOULEVARD
SUITE 870
PALM BEACH GARDENS, FLORIDA 33410
TELEPHONE (407) 824 4700

FACSIMILE (407) 824 2425

MICHAEL N. JONAS
BRENT G. WOLMER

ELLIOT F. HOCHMAN*
NORMAN FRIEDLAND*
*Of Counsel
*Registered Patent Attorney
Admitted to MA only

May 1, 1995

Recording Department
Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

FILED
95 MAY -3 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Ginsburg/TCA Imports, Inc.
Our File No. 0069-000

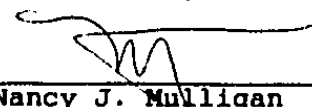
Dear Sirs:

Enclosed please find the Statement of Change of Registered Office and Agent of TCA Imports, Inc. (Charter No. P95000028817) together with our check in the amount of \$35.00. Upon filing the document, please return our copy in the envelope provided herein.

If you should have any questions, please do not hesitate to contact me.

Sincerely,

JONAS AND WOLMER, P.A.

By: 
Nancy J. Mulligan
Legal Assistant

000001473926
-05/03/95--01145--006
*****35.00 *****35.00

/njm

Enclosures

\nancy\secy-st.1tr

EA mg
KRC
S-11

Charter No 00200028812

Date Filed 7-12-95

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the under-
signed corporation, organized under the laws of the State of Florida, submits the following statement for
the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: TCA Imports, Inc.

2. The name and address of its present registered agent is:
CORPORATION INFORMATION SERVICES, INC.
1201 Hays Street
Tallahassee, Florida 32301

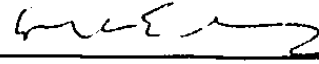
FILED
MAY 3 AM 10:38
TALLAHASSEE STATE
SECRETARY OF STATE
FLORIDA

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)
Daniel Ginsburg
3 Harmony Lane
Hobe Sound, Florida 33455

4. The street address of its registered office and the street address of the business office of its registered
agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of
the corporation so authorized by the board of directors.


Daniel Ginsburg, President
(Typed or printed name and title)

Signature 
(President or Vice President)

Date April 21, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FUR-
THER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE
OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA
STATUTES.

Please Print/Type Name Daniel Ginsburg

Signature 
Agent

Date April 21, 1995

