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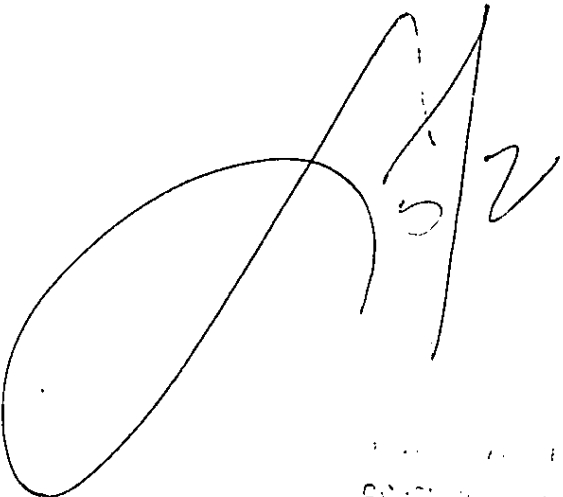
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NAME: O'FARRILL PAINT-BODY SHOP, INC.
FAX AUDIT NUMBER: H95000004886
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ARTICLES OF INCORPORATION
OF

O'FARRILL PAINT-BODY SHOP, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is:

O'FARRILL PAINT-BODY SHOP, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

- a) Repair, paint, remodeling, beautify, automobiles, trucks and alike.
- b) Generally, to make and perform contracts of any kind and description, and for the purposes of attaining any of the objects of the corporation, to purchase, sell, operate, repair, own, hold, import, export general merchandise, personal property of every kind, nature and description wheresoever located, both tangible and intangible, and including choses in action, either as broker, owner or factor.
- c) In the purchase, sell or acquisition of general merchandise, business rights or franchise, or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by merchandise, mortgage, pledge or otherwise. The corporation may issue its stock for any lawful purpose, including the acquisition of any other entity.

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PREPARED BY
JESON VANCE
ACCOUNTANT
4344 S.W. 75th
MIAMI, FL 33124
PHONE 446-0106

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ARTICLE IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue FIVE HUNDRED (500) shares of ONE DOLLAR (\$1.00) par value each common stock, which shall be designated "Common Shares"

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation which at same time is the mailing address shall be 750 N.W. 7th Avenue, Miami, Florida 33136, and the name of the initial registered agent is DANNY O'FARRILL.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the BY-LAWS.

The names and address of the initial directors of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
DANNY O'FARRILL Pres.Sec.Treas.	1250 N.W. 7th Avenue Miami, Florida 33136
VICTOR O'FARRILL Vice-Pres.-Vice-Sec.	1250 NW. 7th Avenue Miami, Florida 33136

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ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The private property of the stockholders of this corporation shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for indebtedness of the corporation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 2nd day of May, 1995.

Danny O'Farrill
DANNY O'FARRILL
Pres.-Sec.Treas.

Victor O'Farrill
VICTOR O'FARRILL
Vice-Pres.Vice-Sec.

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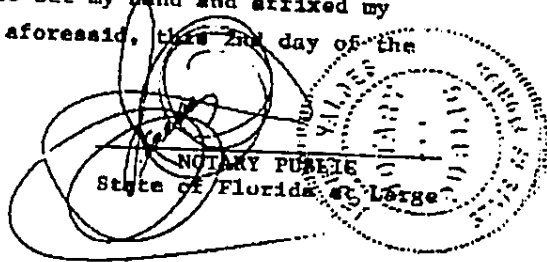
STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared DANNY O'FARRILL and VICTOR O'FARRILL, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 2nd day of the month of May, 1995.

MY COMMISSION EXPIRES:

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: Oct. 13, 1995.
BOARDS UNDER NOTARY PUBLIC UNDER WRITERS



HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR O'FARRILL PAINT-BODY SHOP, INC., AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, 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.

SIGNED THIS 2ND DAY OF MAY, 1995.

Danny O'Farrill
DANNY O'FARRILL
RESIDENT-AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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