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6-6-95 Lucy
Requestor's Name Miguel Rodriguez-Belancourt
Address 3780 West Flagler St.
City Miami, FL 33134
State ZIP Phone
446-3377A

VALIDATION ONLY

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JUN 11 1995
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

T E M PAINT & BODY, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EMPIRE Toll Free: 1-800-432-3028

- ☒ Profit
☐ NonProfit
☐ Amendment
☐ Merger
☐ Foreign
☐ Dissolution
☐ Mark
☐ Limited Partnership
☐ Annual Report
☐ Other
☐ Reinstatement
☐ Reservation
☐ Change of Registered Agent
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A CHESSEA JUN 8 1995

**ARTICLES OF INCORPORATION
OF
T & M PAINT & BODY, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation is T & M PAINT & BODY, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

The purpose of this corporation shall be all lawful business activities allowed by the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of Common stock, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the Corporation. The Board of Directors shall fix the rights and privileges of the stock pursuant to a shareholders agreement and/or the Bylaws.

ARTICLE V - RIGHTS UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

ARTICLE VI - PREEMPTIVE RIGHTS

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

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1040(NORTH) WEST 8TH AVENUE, HIALEAH, FLORIDA 33010

The initial agent is: MIGUEL CONCHA, JR.

The principal office and mailing address of this corporation is:

1040(NORTH) WEST 8TH AVENUE, HIALEAH, FLORIDA 33010

ARTICLE VIII - BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as provided for by the By-Laws, but shall never be less than one. The names and addresses of the initial directors are:

PRESIDENT	FELIX TACORONTE	16000 N.W. 37 AVENUE MIAMI, FLORIDA 33055
VICE-PRESIDENT	MIGUEL CONCHA, JR.	119 N.W. 16TH AVENUE MIAMI, FLORIDA 33125
TREASURER	MIGUEL CONCHA, JR.	119 N.W. 16TH AVENUE MIAMI, FLORIDA 33125
SECRETARY	FELIX TACORONTE	16000 N.W. 37 AVENUE MIAMI, FLORIDA 33055

ARTICLE IX - INCORPORATORS

The names and addresses of the persons signing these Articles are:

Miguel Concha, Jr.: 119 N.W. 16th Avenue
Miami, Florida 33125

ARTICLE X - BY LAWS

The power to adopt, alter, amend and repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI - RESTRICTIONS ON THE TRANSFER OF STOCK

Share of Preferred stock and Common stock of this corporation shall be issued initially to the following persons in the amount set opposite his/her name.

FELIX TACORONTE	50% Common Stock
MIGUEL CONCHA, JR.	50% Common Stock

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and the corporation.

ARTICLE XII - CUMULATIVE VOTING

At each election for directors, each shareholder entitled to vote at such election shall have their right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII - SHAREHOLDERS QUORUM AND VOTING

Fifty (50%) percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of the shareholders. If the quorum is present the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholder.

ARTICLE XIV - INDEMNITY

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by the law either now or hereafter.

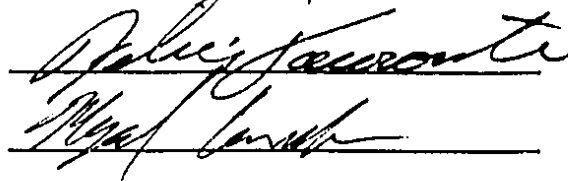
ARTICLE XV

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise involved in, any contract or transaction of this corporation, provided that the part the he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or any officer of such corporation or who is interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with the force and effect as if he were not such a director or officer or such other corporation, or not so interested.

ARTICLE XVI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 30th day of May, 1995.



STATE OF FLORIDA)
)SS
COUNTY OF DADE)

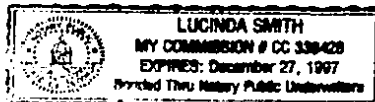
BEFORE ME, an officer duly authorized in the State aforesaid and the County aforesaid, to take acknowledgements, personally appeared MIGUEL CONCHA to me personally known, or having produced identification, _____, to be the person described in and who executed the same for the purposes therein expressed.

WITNESS MY hand and official seal in the County and State last aforesaid on this 30th day of May, 1995.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



**CERTIFICATE OF DESIGNATION OF
REGISTER AGENT/REGISTERED OFFICE**

Purmanant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the State of Florida.

The name of the corporation is
T & M PAINT & BODY INC.

The name and address of the registered agent and office is
MIGUEL CONCHA, JR.
1840 (NORTH) WEST 8TH AVENUE
HIALEAH, FLORIDA 33010

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 further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Miguel Concha, Jr.

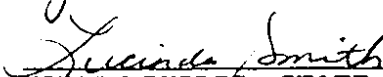
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Date

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

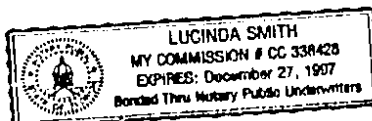
BEFORE ME, an officer duly authorized in the State aforesaid and the County aforesaid, to take acknowledgements, personally appeared Miguel Concha to me personally known, or having produced identification, _____, to be the person described in and who executed the same for the purposes therein expressed.

WITNESS MY hand and official seal in the County and State last aforesaid on this 30th day of May, 1995.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



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TALLAHASSEE, FLORIDA

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PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 33186-
TALLAHASSEE, FL 32309 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

((H96000007068))) DOCUMENT TYPE: BASIC AMENDMENT
NAME: T & M PAINT & BODY, INC.
FAX AUDIT NUMBER: H96000007068 CURRENT STATUS: REQUESTED
DATE REQUESTED: 05/20/1996 TIME REQUESTED: 10:26:38
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 7 METHOD OF DELIVERY: FAX
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05/20/96 14:04 Fl. Dept. of State pl /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

May 20, 1996

T & M PAINT & BODY, INC.
1840 N W 8TH AVE
MIAMI, FL 33010

SUBJECT: T & M PAINT & BODY, INC.
REF: P96000044286

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

FAX Aud. #: H96000007060
Letter Number: 096A00024973

H96000007068

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
T & M PAINT & BODY, INC.

Pursuant to the provisions of section 607.1003 of the Florida Business Corporation Act (the "Act"), the undersigned corporation has adopted the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment adopted: Article VIII of the Corporation's Articles of Incorporation is hereby amended and restated in it's entirety to read as follows:

ARTICLE VIII - BOARD OF DIRECTORS

This corporation shall have one director . The number of directors may be increased or diminished from time to time as provided for by the By-Laws, but shall never be less than one. The names and addresses of the directors are:

PRESIDENT	ANDREINA URDANETA	1840 WEST 8TH AVENUE MIAMI, FLORIDA 33010
SECRETARY	ANDREINA URDANETA	1840 WEST 8TH AVENUE MIAMI, FLORIDA 33010
TREASURER	ANDREINA URDANETA	1840 WEST 8TH AVENUE

SECOND: Amendment adopted: Article XI of the Corporation's Articles of Incorporation is hereby amended and restated in it's entirety to read as follows:

ARTICLE XI - RESTRICTIONS ON THE TRANSFER OF STOCK

Share of Preferred stock and Common stock of this corporation shall be issued to the following persons in the amount set opposite his/her name.

ANDREINA URDANETA	100% Common Stock
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Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such

Miguel Rodriguez - Betancourt
3780 W. Flagler St. (FBN 827363)
Miami, FL 33134 (305) 220.0203

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shares may be offered and sold shall be further specified by written agreement among all of the shareholders and the corporation.

THIRD: The date of each amendment's adoption: January 31, 1996.

THIRD: Adoption of Amendment: The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 15-16 day of _____, 1996

Signature

Andrina Urdaneta
Andrina Urdaneta
 Print Name

President
 Title

STATE OF FLORIDA

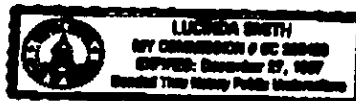
} SS:

COUNTY OF DADE

Before me, the undersigned authority, personally appeared Andrina Urdaneta, to me personally known or having produced identification, who was sworn and says that the above affiant's statement is true.

SWORN TO and subscribed on May 15, 1996.

Lucinda Smith
 Notary Public
 My Commission Expires:



H96000007068

P95000044286

Requestor's Name

MIGUEL RODRIGUEZ-BETANCOURT, P.A.

ATTORNEY AT LAW

1780 WEST FLAGLER MIAMI FLORIDA 33114

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*****35.00 *****35.00

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CORPORATION NAME(S) ENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

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☐ Will wait

☐ Photocopy

☐ Certificate of State

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TALLAHASSEE, FLORIDA

NEW FILINGS	
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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

OLD RES.
CRG
5/30



Florida Department of State, Jim Smith, Secretary of State
 AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

STATE OF FLORIDA
 COUNTY OF DADE

I, FELIX TACCORONTE, after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, FELIX TACCORONTE, hereby resign as PRESIDENT/SECRETARY of
 (Title)

T & M PAINT & BODY SHOP, INC., a Florida corporation;
 (Name of Corporation)

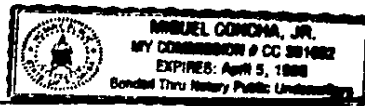
That the corporation has been notified in writing of the resignation.

Felix Taccoronte
 Signature of resigning officer/director

Sworn to and subscribed before me this 14 day of May, 1996.

Michael Gomez, Jr.
 NOTARY PUBLIC

My Commission Expires:



FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
 CH2E044 (7-90)