

JUN-28 1995 WED 11:15 AM  
P. 1  
**P95000050649**

TELETYPE 95 FLORIDA DIVISION OF CORPORATIONS  
1:06 PM PUBLIC ACCESS SYSTEM (((H95000007209))) ELECTRONIC FILING COVER  
SHEET TO: DIVISION OF CORPORATIONS FROM: FILINGS, INC. DEPARTMENT OF  
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FT LAUDERDALE FL 33311- TALLAHASSEE, FL 32399 CONTACT: THERESA ROMAN  
FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904) 385-6761  
(((H95000007209))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: AUTO CARE CENTER OF NAPLES, INC. FAX AUDIT NUMBER: H95000007209  
CURRENT STATUS: REQUESTED DATE REQUESTED: 06/28/1995 TIME REQUESTED  
13:05:27 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0 NUMBER OF  
PAGES: 3 METHOD OF DELIVERY: MAIL ESTIMATED CHARGE: \$122.50  
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

JUN-28-95 WED 11:52 AM

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FILED  
JUN 28 PM 5:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
AUTO CARE CENTERS OF NAPLES, INC.**

THE UNDERSIGNED, for the purposes of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, privileges, rights and immunities of a corporation for profit.

**ARTICLE I**

The name of the corporation shall be Auto Care Centers of Naples, Inc.

**ARTICLE II**

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

**ARTICLE III**

The maximum number of shares of stock that this corporation is authorized to have outstanding is 100 shares of common stock, each share having a par value of \$1.00.

**ARTICLE IV**

The amount of capital with which this corporation shall begin business is \$100.00.

**ARTICLE V**

The initial street address of the principal office of this corporation is to be at 943 Clint Moore Road, Boca Raton, Florida 33487.

**ARTICLE VI**

The corporation shall have two (2) directors. The number of Directors may be increased or diminished from time to time pursuant to the By-laws.

**ARTICLE VII**

The name and street address of the first Board of Directors of this corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be GERALD S. BERSON and MARTIN F. PEISL of 943 Clint Moore Road, Boca Raton, Florida 33487.

STUART A. RADER, ESQUIRE  
Florida Bar No. 257047  
WEINBERG, WEINBERG, RADER & LEVENSTEIN  
7280 W. Palmetto Pk. Road - Suite 106  
Boca Raton, Florida 33433  
Telephone (407) 398-9000

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**ARTICLE VII**

The name and street address of the incorporator(s) are GERALD S. BERSON and MARTIN P. HEISE of 943 Clint Moore Road, Boca Raton, Florida 33487.

**ARTICLE IX**

The corporation shall have perpetual existence.

**ARTICLE X**

The street address of the initial registered office of the corporation is 943 Clint Moore Road, Boca Raton, Florida 33487.

The name of the initial Registered Agent of the corporation is MARTIN P. HEISE.

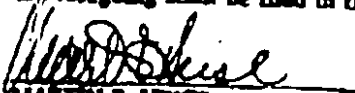
**ARTICLE XI**

Stockholders of this corporation may enter into such stockholders' and trustee agreements as they may see fit wherein and whereby such stockholders may limit their voting rights by virtue of such stockholders' and trustee agreement.

**ARTICLE XII**

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 stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

EXECUTED THIS 27<sup>th</sup> DAY OF June, 1995, and acknowledged that the foregoing shall be filed in the Office of Secretary of State of Florida.

  
MARTIN P. HEISE

  
GERALD S. BERSON

CO:\uticare\aspl\ARTICLES.INC

STUART A. RADER, ESQUIRE  
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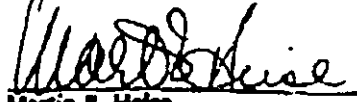
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

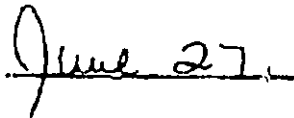
Pursuant to Sections 607.0501 and 48.091, Florida Statutes, (Act) the following is submitted in compliance with said Act:

That Auto Case Centers of Naples, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in its Articles of Incorporation, has named MARTIN P. HEISE located at 943 Clint Moore Road, Boca Raton, Florida 33487, as its agent to accept service of process within this State. The principal office of the corporation shall be 943 Clint Moore Road, Boca Raton, Florida 33487.

**ACCEPTANCE**

The undersigned hereby accepts the appointment as Registered Agent, pursuant to Section 607.0501, Florida Statutes, and states that he is familiar with, and accepts the obligations of that position.

  
Martin P. Heise

 June 27, 1995

FILED  
95 JUN 23 PM 5:28  
STUART A. RADER  
7280 W. PALMETTO PK. ROAD  
BOCA RATON, FL 33433

STUART A. RADER, ESQUIRE  
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