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TALLAHASSEE, FL 32301
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PP500051215

ACCOUNT NO. : 072100000032

REFERENCE : 629165 9319A

AUTHORIZATION : *Valencia Pizate*

COST LIMIT : \$ 70.00

ORDER DATE : June 29, 1995

ORDER TIME : 2:12 PM

800001527808

ORDER NO. : 629165

CUSTOMER NO: 9319A

CUSTOMER: Dwight Sullivan, Esq
DWIGHT SULLIVAN, P.A.

Suite 1205
14 North East 1st Avenue
Miami, FL 33132

DOMESTIC FILING

NAME: HAROLD'S AND GEORGE'S GARAGE,
INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: T. BROWN JUN 30 1995

FILED
95 JUN 30 PM 1:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HAROLD'S AND GEORGE'S GARAGE, INC.

FILED
95 JUN 30 PM 1:31
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:

HAROLD'S AND GEORGE'S GARAGE, INC.

The address of the principal office of this corporation shall be 5776 Commerce Lane, South Miami, Florida 33143, 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 500 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 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses 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:

George Martinez
Pres.

5776 Commerce Lane
South Miami, Florida 331.3

ARTICLE VII. 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 VIII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 29, 1995.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware 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 SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

P95000051215

LAW OFFICES

DWIGHT SULLIVAN, P.A.

14 NORTHEAST FIRST AVENUE, SUITE 1205

MIAMI, FLORIDA 33139

TELEPHONE: (305) 358-5544

TELECOPIER: (305) 358-1614

July 20, 1995

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Harold's and George's
Garage, Inc.
Document No. P95000051215

Gentlemen:

Enclosed is executed Form for change of registered agent together with my trust account check to your order for the \$35.00 filing fee.

Please acknowledge receipt and send receipt to me in the stamped, addressed envelope enclosed.

Thank you.

Yours very truly,

Dwight Sullivan

Dwight Sullivan

DS/flp
Enclosures

RA Chg.
8/1
EB

200001544512
-07/25/95--01002--007
*****35.00 *****35.00

FILED
95 JUL 24 PM 12:29
TALLAHASSEE, FLORIDA

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of _____ submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: HAROLD'S AND GEORGE'S GARAGE, INC.

1b. Date of incorporation JUNE 30, 1995 Document number P95000051215

2. The name and address of the current registered agent and office:

Corporation Service Company

1201 Hays Street, Tallahassee, FL 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

ROSALIA MARTINEZ

14260 S.W. 48 STREET, MIAMI, FL 33175

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

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

[Signature]
SIGNATURE
JULY 19, 1995
DATE

GEORGE MARTINEZ
Typed or printed name and title

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 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.

SIGNATURE [Signature]
(Registered Agent)
DATE JULY 19, 1995

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314