

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 674945 83763A

AUTHORIZATION :

COST LIMIT : 9

ORDER DATE : September 6, 1995

ORDER TIME : 10:16 AM

ORDER NO. : 674945

CUSTOMER NO: 83763A

CUSTOMER: Elliot C. Abbott, Esq
CARLOS & ABBOTT, PA

Suite 1150
999 Ponce De Leon Boulevard
Coral Gables, FL 33134

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-09/06/95--01056--033
****122.50 ****122.50

DOMESTIC FILING

NAME: TOTAL VEHICLE SERVICES, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

EXAMINER'S INITIALS:

T. BROWN SEP 6 1995

FILED
95 SEP 6 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation.

FILED
95 SEP -6 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation is:

Total Vehicle Services, Inc.

2. The mailing address for the corporation shall be 1995 N.E. 142 Street, North Miami, Florida 33181.

3. The period of its duration is perpetual.

4. The purpose is to engage in activities or business permitted under the laws of the United States and Florida.

5. The corporation shall have authority to issue 5,000 shares, all of one class, \$1.00 par value.

6. The address of its initial registered office is 999 Ponce De Leon Blvd., Suite 1150, Coral Gables, Florida, 33134, and the name of its initial registered agent at said address is Eliot C. Abbott.

7. The number of directors constituting its initial board of directors is three (3) whose names and addresses are:

NAME

ADDRESS

Ray Jiminez

1995 N.E. 142 Street
North Miami, Florida 33181

Edward Steinberg

1995 N.E. 142 Street
North Miami, Florida 33181

Martin Zilber

1995 N.E. 142 Street
North Miami, Florida 33181

8. The name and address of the Incorporator is:

NAME

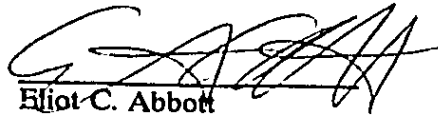
ADDRESS

Eliot C. Abbott

999 Ponce De Leon Blvd.
Suite 1150
Coral Gables, Florida 33134

9. Preemptive Rights shall be as follows: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Shareholders, such of the shares of the stock of this corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

DATED this 5th day of September, 1995.



Eliot C. Abbott

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Eliot C. Abbott, who is to me personally known to be the person described in who has produced driver's license as identification and has subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Miami, in said County and State, this 5th day of September, 1995.


NOTARY PUBLIC
State of Florida
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--that Total Vehicle Services, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Coral Gables, County of Dade, State of Florida, has named Eliot C. Abbott, 999 Ponce De Leon Blvd., Suite 1150, Coral Gables, Florida 33134.

(Street address and number of building, post office box address not acceptable)

City of Coral Gables, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Eliot C. Abbott

corp/articles.tvs

FILED
95 SEP -6 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA