

P9500007/335

FILED
SEP 15 1995

(Requestor's Name) CORPORATE ACCESS, INC
1116-D THOMASVILLE RD
(Address) TALLAHASSEE, FL 32303
(904) 222-2666
(City, State, Zip) (Phone #)

OFFICE USE ONLY

RECEIVED
SEP 15 1995
TALLAHASSEE, FL
FBI

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if own):

1. The Auto Inspector, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 9-15 / 1 PM ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <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"/> | C |

Examiner's Initials

ARTICLES OF INCORPORATION
OF
THE AUTO INSPECTOR, INC.

FILED
JAN 15 1961
JAN 15 1961

ARTICLE I - NAME

The name of this Corporation is: THE AUTO INSPECTOR, INC.

ARTICLE II - DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III - PURPOSE

The Corporation is formed for the purpose of operating and transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 5,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE V - PRINCIPAL OFFICE

The principal office or mailing address of the Corporation is 3016 Highway 301 North, Suite 900, Tampa, FL 33619.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 100 Second Avenue South, Suite 400N, St. Petersburg, FL 33701, and the name of the initial Registered Agent of this Corporation at such address is Benjamin Felder.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from

time to time by the bylaws but shall never be less than one. The name and address of the initial Directors of this Corporation are:

ANTHONY C. PIANO
3016 Highway 301 North, Suite 900
Tampa, FL 33619

DEBRA WHEADICK
406 Imel Street
Fountain City, IN 47374

T.L. DIAZ
5810 N. Nebraska
Tampa, FL 33604

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

BENJAMIN FELDER
100 Second Avenue North, Suite 400N
St. Petersburg, FL 33701

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders. Every Amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholder's meeting by a majority interest of the Shareholders of the stock entitled to vote thereon, unless all Directors and all the Shareholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

ARTICLE X - CALLING OF SPECIAL MEETINGS

Special meetings of Shareholders may be called by the President, the Secretary, a majority of the Shareholders, the Board of Directors of this Corporation or a designee of any of the same.

ARTICLE XI - REMOVAL OF DIRECTORS

A majority interest of the Shareholders of the stock of this Corporation shall be entitled to remove any Director from office with or without cause during his term.

ARTICLE XII - INTERESTED DIRECTORS CONTRACTS

No contract or other transaction between the Corporation and one or more of its Directors or any other Corporation, firm, association, or entity in which one or more of its Directors or officers are financially interested shall be either void or voidable because of such relationship or interest or because such Director or Directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or because his or their votes are counted for such purposes, if:

(a) The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or

(b) The fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(c) The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board, a committee, or the Shareholders.

ARTICLE XIII - EXTRAORDINARY ACTION

The affirmative vote of fifty-one percent (51%) of the common stock of the Corporation represented at a meeting at which a quorum is present, shall be required to amend these Articles so as to increase or decrease the authorized number of, or change the designations, preferences, qualifications, limitations, restrictions, or special or relative rights of any of the various classes of shares; or to merge or consolidate the Corporation with or into any other Corporation or sell, lease, or convey all or substantially all of the assets of the Corporation, or voluntarily to dissolve, liquidate, or wind up its affairs.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of September, 1995.

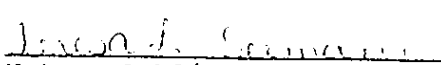


BENJAMIN FELDER
Incorporator

COUNTY OF PINELLAS

STATE OF FLORIDA

THE FOREGOING ARTICLES OF INCORPORATION were acknowledged before me this 14th day of September, 1995 by BENJAMIN FELDER, who is personally known to me.



Notary Public
Name:

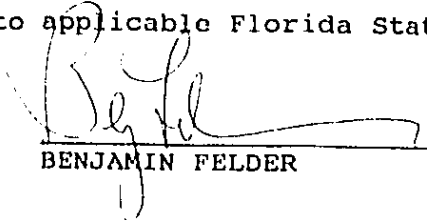
TERESA L. SEEMANN

Commission No.
Commission Exp.



ACKNOWLEDGMENT OF REGISTERED AGENT

I hereby accept to act as registered agent, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations pursuant to applicable Florida Statutes.


BENJAMIN FELDER

FILED
95 SEP 15 11:41
SEC
FILE

P95000071335

Riden, Earle & Kiefner, P.A.

LAWYERS

4th Floor • North Tower
100 2nd Avenue South
St. Petersburg, Florida 33701-4336
(813) 822-6000

Fax (813) 821-3721

- Board Certified
- Civil Trial Lawyer
- Workers Compensation
- Taxation

April 22, 1996

- Michael F. Bremer
- Paul Castagliola
- Robert H. Crawford
- James T. Earle, Jr.
- Benjamin Felder
- Christopher C. Ferguson
- Gary E. Frazier
- M. Deanna Harris
- Clifford J. Hunt
- Camille J. Iurillo
- Neil G. Kiefer
- John R. Kiefner, Jr.
- Timothy A. Miller
- Thomas K. Riden
- James C. Rowe
- D. Jay Snyder
- Christopher B. Young

Florida Division of Corporations
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

RE: The Auto Inspector, Inc.

Ladies or Gentlemen:

Enclosed please find an original and one copy of Articles of Dissolution for the above captioned corporation, as well as a check in the amount of \$35.00 to cover the filing fee.

Please file the Articles of Dissolution. We request that you date stamp the copy and return to us in the self-addressed envelope provided for your convenience.

Thank you.

Sincerely,

RIDEN, EARLE & KIEFNER, P.A.

Benjamin Felder, Esquire

BF:ts
Enclosures

SH 5/2
Diss.

56 APR 24 1996

ARTICLES OF DISSOLUTION

OF

THE AUTO INSPECTOR, INC.

The Auto Inspector, Inc., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in order to dissolve in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The name of the Corporation is THE AUTO INSPECTOR, INC.
2. The dissolution of the Corporation was authorized by the board of directors and the shareholders of the Corporation on APRIL 8, 1996. The shareholder votes in favor of the dissolution was unanimous. Voting by voting groups was not required.
3. These Articles of Dissolution shall be effective immediately upon filing by the Secretary of State of the State of Florida.

Dated this 19 day of APRIL, 1996.

THE AUTO INSPECTOR, INC.

By: [Signature]
Anthony C. Piano
President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing Articles of Dissolution were acknowledged before me on the 19th day of APRIL, 1996 by Tony C. Piano, as president of The Auto Inspector, Inc., who is personally known to me or produced _____ as identification.

[Signature]
Notary Public

Name: CAROLYN J. PIPPIN

Commission No: 98CH36575

Commission Exp: 10/31/98

CAROLYN J. PIPPIN
Notary Public, State of Florida
My Commission Expires Oct. 31, 1998
Commission # 98CH36575