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C. ANDREW COOMES

ATTORNEY AT LAW

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January 23, 1996

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****122.50 ****122.50

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: College Park Auto Care, Inc.

EFFECTIVE DATE
1-23-96

Dear Sir:

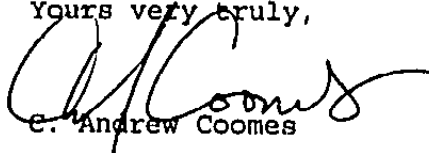
Enclosed is the original and one copy of the Articles of Incorporation for the above-captioned professional corporation.

Also enclosed is a check in the amount of \$122.50 which will cover the \$35.00 filing fee, \$52.50 fee for certified copy and \$35.00 registered agent fee.

The initial officer of the professional corporation will be as follows:

Kathy Owens, Director and Resident Agent
Robert Cowan, Director

Yours very truly,


C. Andrew Coomes

CAC/atr
enclosures

AL JAN 29 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 25 AM 8:41

ARTICLES OF INCORPORATION
OF
COLLEGE PARK AUTO CARE, INC.

FILED
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DIVISION OF CORPORATIONS
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ARTICLE I
NAME

EFFECTIVE DATE
1-23-96

The name of this corporation is College Park Auto Care, Inc..
The principal place of business of the corporation shall be located
at: 2817 Edgewater Drive, Orlando, Florida 32804.

ARTICLE II
DURATION

This corporation shall have perpetual existence commencing on
January 23, 1996.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of engaging in
motor vehicle repair and service, and for the purpose of transacting
any and all lawful business.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common
stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
corporation is 2817 Edgewater Drive, Orlando, Florida 32804 and the
name of the initial registered agent of this corporation at that
address is Kathy Owens.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) 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 (1). The name and

address of the initial directors of this corporation are:

Kathy Owens, 1502 Country Villa Court, Apopka, Fl 32703
Robert Cowan, 3323 N. Westmoreland, Orlando, Fl 32804

ARTICLE VII

INCORPORATOR

The name and address of the persons signing these articles is:

Kathy Owens, 1502 Country Villa Court, Apopka, Fl 32703
Robert Cowan, 3323 North Westmoreland, Orlando, Fl 32804

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

PROVISIONS FOR REGULATION OF THE CORPORATION'S INTERNAL AFFAIRS

Section 1. Meeting of Shareholders and Directors. Meetings of the shareholders and directors of this corporation may be held either within or without the State of Florida at such place or places as may from time be designated in the code of bylaws or by resolution of the board of directors.

Section 2. Code of Bylaws. The initial code of bylaws of this corporation shall be adopted by its board of directors. The power to amend or repeal the bylaws or to adopt a new code of bylaws shall be in the shareholders, but the affirmative vote of majority of the shares outstanding (or their proxies) shall be necessary to exercise that power. The code of bylaws may contain any provisions for the regulation and management of this corporation which are consistent with the Florida Statutes and these Articles of Incorporation.

Section 3. Contracts in Which Directors Have an Interest. No contract or other transaction of this corporation with any person, firm or corporation or no other contract or other transaction in which this corporation is interested shall be invalidated or affected by (a) the fact that one or more of the directors of this corporation is interested in or is a director or officer of another corporation, or (b) the fact that any director, individually or jointly with others may be a party to or may be interested in the contract or transaction; and each person who may become a director of this corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with this corporation for the benefit of himself or any firm, or corporation in which he may be interested.

ARTICLE X

INDEMNIFICATION

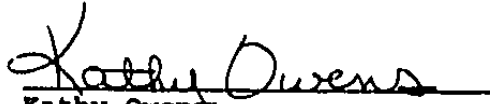
The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE XI

PREEMPTIVE RIGHTS OF SHAREHOLDERS

Every shareholder, upon the sale 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 at which it is offered to others.

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, executed these articles of incorporation and certifies to the truth of the facts herein stated this 23rd day of January, 1996.



Kathy Owens


Robert Cowan

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 23rd day of January, 1996 by Kathy Owens, who has produced a Florida Driver's License No. 0520-501-65-789-0 as identification and who did take an oath.


A. T. Rodgers
Notary Public, State of Florida
My Commission expires: 4/22/96
My Commission No.: CC 187812



A. T. RODGERS
MY COMMISSION # CC 187812 EXPIRES
April 22, 1996
BONDED THRU TROY FARM INSURANCE, INC.

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 23rd day of January, 1996 by Robert Cowan, who has produced a Florida Driver's License No. C500-765-51-110-0 as identification and who did take an oath.

A. T. Rodgers

A. T. Rodgers
Notary Public, State of Florida
My Commission expires: 4/22/96
My Commission No.: CC 187812



A. T. RODGERS
MY COMMISSION # CC 187812 EXPIRES
April 22, 1996
BONDED THROUGH TROY FARM INSURANCE, INC.

CERTIFICATE

Designating place of business or domicile for the service of process within the State of Florida, naming agent upon whom process may be served.

In compliance with Section 48.091 Florida Statutes, the following is submitted:

College Park Auto Care, Inc., desiring to organize and qualify under the laws of the State of Florida, with its principal place of business at the City of Orlando, State of Florida, has named **Kathy Owens**, located at 2817 Edgewater Drive, Orlando, Florida 32804 as its agent to accept service of process within Florida.

Date Jan 23, 96

Kathy Owens
Kathy Owens, Director

ACCEPTANCE BY RESIDENT AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: Jan 23, 96

Kathy Owens
Kathy Owens
Resident Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 25 AM 8:41