

Management Reports & Services, Inc. 8920 Seminole Blvd. Seminole, FL 34642

# (MIJ) 397-3N92

Secretary of State Division of Corporations 409 Gaines Street PO Box 6327 Tallahassee, FL 32314-6327

Re: " DO IT RITE " MUFFLERS INC.

January 19, 1996

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#### Gentlemen:

Enclosed please find two sets of originals of the Articles of Incorporation for the above referenced corporation. I have also enclosed a check in the amount of \$70.00 for filing of the Articles of Incorporation ( this includes designation of registered agent ). It is my understanding that your office will return a date-stamped copy of the articles of incorporation for the corporation and, therefore, I am not including the additional \$52.50 for the certified copy.

Thankyou for your prompt attention to this matter. If you should have any questions, please give me.

Yours very truly

David B. Wilson Business Consultant

"The Small Business Consultants"

#### ARTICLES OF INCORPORATION

OF

" DO IT RITE " MUFFLERS INC.

PROPERTY OF AN SECOND

The undersigned incorporator of these Articles of Incorporation does hereby form a corporation pursuant to the Florida General Corporation Act and does hereby adopt the following Articles of Incorporation:

## ARTICLE ONE MAME AND PRINCIPAL OFFICE

The name of this Corporation is " DO IT RITE " MUFFLERS INC. The corporations principal office is located at 12201 Seminole Boulevard, Largo, Florida 34648.

#### ARTICLE TWO DURATION

The Corporation is to exist perpetually.

### ARTICLE THREE PURPOSE

This Corporation is organized to transact any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act, including purchase and resale of goods to the general public.

# ARTICLE FOUR CAPITAL STOCK

The aggregate number of shares which this corporation is authorized to issue is 10,000 shares of Common Stock, each having a par value of One Dollar (\$1.00). Once issued, all shares shall be deemed fully paid and non-assessable.

#### ARTICLE FIVE PREMETIVE RIGHTS

Each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

#### ARTICLE SIX TRANSFER OF SHARES

All of the issued and outstanding shares of the Corporation shall be made subject to restrictions on transferability by agreement among the holders of the shares. A copy of such agreement shall be kept on file at the principal office of the Corporation and shall be subject to inspection by stockholders of record and bona fide creditors of the Corporation at reasonable times during business hours.

## ARTICLE SEVEN REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation 12201 Seminole Boulevard, Largo, Florida 34648 and the name of the initial registered agent at such address is John Bitetzakis, whose acceptance is noted below.

I am familiar with and accept the duties and responsibilities as registered agent for this Corporation.

Accepted by John Bitetzakis

#### ARTICLE EIGHT DIRECTORS

The Board of Directors will consist of no less than one and no more than five Directors, the exact number to be determined by the Bylaws ( with any modification or change in number, within this range, to also be by amendment to the Bylaws ). The initial Board of Directors will consist of 2 ( Two ) members: John Bitetzakis and Pauline Bitetzakis

ARTICLE NIME

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The name and address of the person signing these Articles is: Will John Bitetzakis, 12201 Seminole Boulevard, Largo, Florida 34648

#### ARTICLE TEN INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer and Director, to the full extent permitted by law.

#### ARTICLE ELEVEN OTHER PROVISIONS

There are no other provisions for the regulation of the internal affairs of this Corporation except as set forth in the Bylaws of this Corporation.

In Witness Whereof, the undersigned Incorporator has executed these Articles of Incorporation this 3/20 day of January 1996.

By. John Bite Zakis

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged and sworn to by me this 3/ th day of January 1996 by John Bitetzakis who () is personally known to me ( ) produced as identification

(signature of notary) (printed name of notary) (SEAL)

(serial number, if any)

MADREEN C. CABELLO Exp. 12/04/99 Burded by Service Ins No. CC512305 [] Personally Known [] Other L.D.