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*Louis Figueras*  
Certified Public Accountant  
6419 E. P.W. 40th Street  
Miami, Florida 33155

Phone 305 666-3617  
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March 23, 1996

SECRETARY OF STATE  
03/25/96 01101-0002  
\*\*\*\*122.50 \*\*\*\*122.50

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

Gentlemen:

Enclosed find the Articles of Incorporation of Picasso Paint and Body Shop, Inc., which were executed on March 23, 1996. Also, enclosed find a check for \$ 122.50 to cover incorporation charges.

If you have any questions you may contact the undersigned.

Sincerely,

*Louis Figueras*  
Louis Figueras

FILED  
56 MAR 25 PM 2:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JB

ARTICLES OF INCORPORATION  
OF  
PICASSO PAINT & BODY SHOP, INC.

FILED  
95 MAR 25 PM 2:59  
CLERK OF DISTRICT COURT  
JULIA A. HARRIS, CLERK  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, by these articles form a corporation for profit, pursuant to the laws of the State of Florida.

FIRST. The name of the corporation is PICASSO PAINT & BODY SHOP, INC.

SECOND. The period of duration of the corporation is perpetual.

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

FOURTH. The aggregate number of shares of Capital Stock which the Corporation has authority to issue is five thousand, all of which shall be one class of common stock having a par value of \$ 1.00.

FIFTH. The address of its initial registered office is 7510 SW 16th Terrace, Miami, FL 33165, and the name of the initial register agent at such address is Anthony M. Timoneda.

SIXTH. The initial board of directors will consist of 3 directors whose names and address are,  
Anthony M. Timoneda 7510 SW 16th Terrace, Miami, FL 33165  
Charles S. Timoneda 13461 SW 67th Street, Miami, FL 33183  
Fernando Velasco 9731 SW 29th Street, Miami, FL 33165

SEVENTH. The name and address of the incorporator is, Anthony M. Timoneda 7510 SW 16th Terrace, Miami, FL 33165.

EIGHTH. Preemptive Rights shall be as follows: each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the corporation convertible into or carrying a right to subscribe to acquire shares of any such unissued stock or treasury stock.

NINTH. The initial street address of the principal office of the Corporation in the State of Florida is, 7510 SW 16th Terrace, Miami, FL 33165.

TENTH. The Corporation shall indemnify incorporators, officers and directors to the full extent permitted by law.

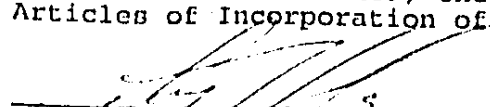
ELEVENTH. a. The Corporation adopts all contracts made on its behalf by the before-mentioned incorporator.

b. The Corporation authorizes its directors to reimburse the before mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation and for any and all expenses incurred in the organization and formation of the Corporation.

c. The directors of this Corporation shall have the sole discretion to determine the expenses for which the before mentioned incorporator shall be reimbursed.

TENTH. The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to the Articles of Incorporation.

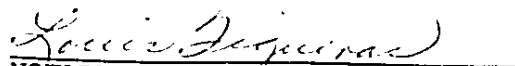
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation of, Picasso Paint & Body Shop, Inc.

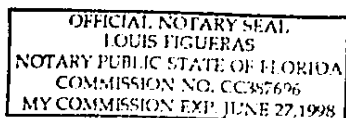
  
Anthony M. Timoneda  
INCORPORATOR

STATE OF FLORIDA:  
                                  : S  
COUNTY OF DADE       :

On this, 23rd day of March, 1996, before me, a notary duly authorized in the State of Florida, County of DADE, personally appeared, Anthony M. Timoneda, known to me to be the person described and who subscribed the above Articles of Incorporation for the purpose contained herein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year aforesaid.

  
NOTARY PUBLIC  
STATE OF FLORIDA



CERTIFICATE DESIGNATING THE ADDRESS  
AND AGENT UPON WHOM PROCESS MAY SERVE

FILED  
MAR 25 PM 2:59  
CLERK OF DISTRICT COURT  
MILWAUKEE, WISCONSIN

Anthony M. Timoneda, desiring to organize as a Corporation for Profit under the laws of the State of Florida, which will have its principal office in Florida, has named Anthony M. Timoneda, located at 7510 SW 16th Terrace, Miami, FL 33165, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-described corporation, at the place designated in this certificate, I 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 specifically accept the duties and obligations prescribed by section 607.325, Florida Statute.

Anthony M. Timoneda  
Anthony M. Timoneda, REGISTERED AGENT

3/23/96  
DATE

STATE OF FLORIDA:  
                                  :SS  
County of Dade      :

SWORN AND SUBSCRIBED this 23rd day of March, 1996.

Louis Figueras  
NOTARY PUBLIC/DATE

