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4/12/96 FLORIDA DIVISION OF CORPORATIONS
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: ARMANDO A. PARDILLO, ESQ.
DEPARTMENT OF STATE 1401 PONCE DE LEON BLVD.
STATE OF FLORIDA SUITE 202
409 EAST GAINES STREET CORAL GABLES FL 33134--
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((H96000005238)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ALVARO BODY SHOP, INC.
FAX AUDIT NUMBER: H96000005238 CURRENT STATUS: REQUESTED
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ALVARO BODY SHOP, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is:

ALVARO BODY SHOP, INC.

ARTICLE TWO

The principal office of the corporation shall be located at:

**790 N.W. 22nd Street
Miami, Florida 33127**

Other offices for the transaction of business may be located wherever the Directors may deem necessary of expedient.

ARTICLE THREE

This corporation shall have perpetual existence and may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

**Armando A. Pardillo, Esq.
Florida Bar #213081
1401 Ponce de Leon Blvd. #202
Coral Gables, FL 33134-4007
Tel: 305-444-0100
Fax: 305-448-4375**

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ARTICLE FOUR

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE FIVE

The corporation shall have one director initially. However, the number of directors may be increased or decreased from time to time in such a manner as may be prescribed by the By-Laws.

The name and address of the initial director is:

NAME	ADDRESS
Alvaro Luis Alfonso	3816 S.W. 112th Avenue, #16 Miami, Florida 33162

ARTICLE SIX

The name and address of the subscriber to these Articles of Incorporation are:

NAME	ADDRESS
Alvaro Luis Alfonso	3816 S.W. 112th Avenue, #16 Miami, Florida 33162

ARTICLE SEVEN

The name and street address of the initial registered agent and office of this corporation is:

NAME	ADDRESS
Alvaro Luis Alfonso	700 N.W. 22nd Street Miami, Florida 33127

ARTICLE EIGHT

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of the corporation without the necessity of further authority from the stockholders, except as by law or in these Articles otherwise provided; any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued, unless otherwise provided by the By-Laws of the corporation. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by the law.

ARTICLE NINE

The number of shares the corporation is authorized to issue is 100 shares, which shall be common stock of \$1.00, par value, each.

ARTICLE TEN

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed to the stockholders and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon.

ARTICLE ELEVEN

The shareholders may at their sole discretion, repeal, alter or amend the By-Laws of this corporation, restricting the power vested in the Board of Directors to adopt, amend, or repeal the By-Laws within its regular course of business.

IN WITNESS WHEREOF, the undersigned incorporator set his hands and affixed his seal, on this 12 day of April, 1996.

[Signature]
Alvaro Luis Alfonso, Incorporator

Having been named as resident agent for the above-stated corporation, 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 and I accept the duties and obligations of Section 607.0805 Florida Statutes.

[Signature]
Alvaro Luis Alfonso, Resident Agent

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 12 day of April, 1996, by Alvaro Luis Alfonso, who has produced his Florida Driver's License as identification.

[Signature]
Armando A. Pardillo
Notary Public

P:ALVARO.ART



FILED
APR 12 1996
NOTARY PUBLIC STATE OF FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
ADVANCED ENVIRONMENTAL ENGINEERING, INC.

ARTICLE I. NAME

The name of this corporation is
ADVANCED ENVIRONMENTAL ENGINEERING, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of
transacting any or all lawful business.

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares of
\$1.00 par value common stock, which shall be designated
"common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new
stock of this corporation of the same kind, class or series
as that which he already holds, shall have the right to
purchase his pro rata share (as nearly as may be done without
issuance of fractional shares) at the price at which it is
offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 576 Highway A1A, Satellite Beach, Florida 32937 and the name of the initial registered agent of this corporation at that address is JAMES I. MILLER.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two 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 names and addresses of the initial directors of this corporation are:

JAMES I. MILLER	DAVID K. SILVERMAN
610 Anderson Court	1111 Pinetree Drive
Satellite Beach, FL 32937	Indian Harbor Beach, FL 32937

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 576 Highway A1A, Satellite Beach, Florida 32937 and the mailing address of the corporation is 576 Highway A1A, Satellite Beach, Florida 32937.

ARTICLE IX. INCORPORATOR

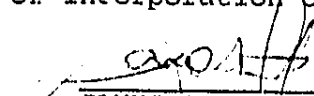
The names and addresses of the persons signing these articles are:

JAMES I. MILLER	DAVID K. SILVERMAN
610 Anderson Court	1111 Pinetree Drive
Satellite Beach, FL 32937	Indian Harbor Beach, FL 32937

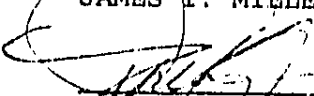
ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscribers have executed these articles of incorporation on this 5th day of April March, 1996.



JAMES I. MILLER

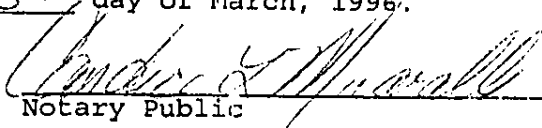


DAVID K. SILVERMAN

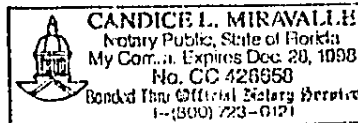
STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared JAMES I. MILLER and DAVID K. SILVERMAN to me known to be the persons described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 5th day of March, 1996.



Notary Public



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DIVISION OF CORPORATIONS

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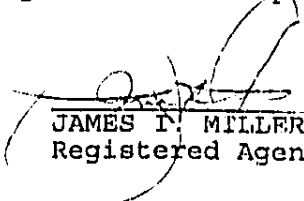
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That ADVANCED ENVIRONMENTAL ENGINEERING, INC., desiring to organize under the laws of the State of Florida, with its principal office at 576 Highway A1A, Satellite Beach, Brevard County, Florida 32937, has named JAMES I. MILLER, located at 576 Highway A1A, Satellite Beach, Brevard County, Florida 32937, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



JAMES I. MILLER
Registered Agent