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LAW OFFICES

JOHN G. PIERCE  
ATTORNEYS & COUNSELORS AT LAW  
800 NORTH PINECHURCH AVENUE  
ORLANDO, FLORIDA 32808  
TELEPHONE (407) 806-4040

May 1, 1996

Secretary of State  
Division of Corporations  
The Capitol  
Tallahassee, Florida 32314

600001813696  
-05/08/96--010707-011  
\*\*\*122.50 \*\*\*122.50

Re: Malibu Car Care Center, Inc.

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation in the above-captioned matter for filing with your division. Please return one certified copy of the Articles to me for my file.

Also enclosed is a check in the amount of \$122.50 for the following costs:

Filing Fees	\$ 35.00
Certified Copy	\$ 52.50
Designation of Registered Agent	<u>\$ 35.00</u>
	\$122.50

Thank you for your assistance in this matter.

Sincerely,

  
Lauren T. Jackson  
Certified Legal Assistant

lj  
Enclosure

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BROWN MAY 14 1996

ARTICLES OF INCORPORATION  
OF  
MALIBU CAR CARE CENTER, INC.

Article I - Name

The name of this corporation is MALIBU CAR CARE CENTER, INC.

Article II - Duration

This corporation shall exist perpetually commencing on the date of execution of these Articles, if they shall be filed with the Department of State within five days after execution, and if not, commencing on the date of such filing.

Article III - Purpose

This corporation is organized:

To engage in any activity or business permitted under the laws of the United States and of this State, as the same may be from time to time amended.

Article IV - Capital Stock

This corporation is authorized to issue 1,000 shares of \$0.01 par value common stock, which shall be designated "Common Shares". No shareholder shall be entitled to preemptive rights.

Article V - Initial Registered Office and

Agent

The street address of the initial registered office of this corporation is 6140 Hoffner Avenue, Orlando, Florida 32822 and the name of the registered agent of this corporation at that address is Joe Sirgo.

The principal place of business and the mailing address of this corporation is 6140 Hoffner Avenue, Orlando, Florida 32822.

Article VI - 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 by-laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Joe Sirgo	6140 Hoffner Avenue Orlando, Florida 32822
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Mary Sirgo	6140 Hoffner Avenue Orlando, Florida 32822
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Article VII - Incorporator

The name and address of the person signing these Articles is Lauren T. Jackson, 800 N. Ferncreek Avenue, Orlando, Florida 32803.

Article VIII-By-laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

Article IX - Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

Article X - Action by Directors without a Meeting

The directors of this corporation may take action by written consent, as provided by law.

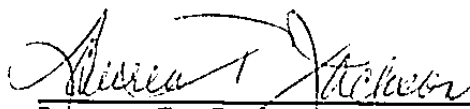
Article XI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders as subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9th day of April, 1996.

  
\_\_\_\_\_  
Lauren T. Jackson

STATE OF FLORIDA

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be served and Names and Addresses of the Officers and Directors.


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The following is submitted, in compliance with  
Chapter 48.091, Florida Statutes

MALIBU CAR CARE CENTER, INC., a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 6140 Hoffner Avenue, Orlando, Florida 32822, has named John G. Pierce, 800 N. Ferncreek Avenue, Orlando, FL 32803, as its agent to accept service of process within this state.

ACCEPTANCE:

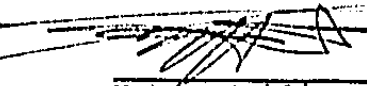
I agree as Registered Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

  
\_\_\_\_\_  
Registered Agent

STATE OF FLORIDA  
COUNTY OF ORANGE

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Lauren T. Jackson, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the state and county aforesaid, this 20th day of April, 1996.

  
\_\_\_\_\_  
Notary Public - State of Florida  
at Large.

My commission expires:

JON H. GUTMACHER  
Notary Public, State of Florida  
My Comm. Expires Aug. 17, 1998  
No. CC 379348  
Bonded thru Official Notary Service

FILED  
SERIAL - 7  
APR 21 1996  
CLERK OF COURT  
STATE OF FLORIDA