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# KEY & WASHINGTON KENDALL

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS ATTORNEYS AND COUNSELORS AT LAW

GWENDOLYN S. KEY, Esquire

MAMIE WASHINGTON KENTALKEEsquire

May 9, 1996

Secretary of State
Attn: New Filings (Corporations)
409 East Gaines Street
Tallahassee, FL 32314

In re: Royal Paint & Body, Inc.

300001821173 -05/14/96--01122--017 \*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed please find the original and a copy of the Articles of Incorporation and check number 2481 in the amount of \$122.50 representing the filing fee.

Also enclosed please find a Certificate of Designation/Registered Agent/Registered Office. Please return conformed copies to our office upon filing.

Thank you for your cooperation.

Sincerely.

LaVette Robinson,

Secretary to Gwendolyn S. Key

Enclosure

996 24858

F. OHESSER

MAY 2 U 1996

Please Reply To: 1897 Palm Beach Lakes Blvd.

Fax (407) 688-9742

West Palm Beach, Florida 33409 Phone (407) 688-9445 Suite 111 Belle Glade, Florida 33430 Phone (407) 992-4208

141 South Main Street

# ARTICLES OF INCORPORATION OF

ROYAL PAINT & BODY, INC.

FILED
95 NAY 13 KH ID: 15
SECRETARY OF STATE
TALLANASSEE, FLORIDA

#### ARTICLE I. NAME

The name of the corporation is ROYAL PAINT & BODY, INC.

### ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 1336 Woodcrest Road East, West Palm Beach, Florida 33417.

#### ARTICLE III. PURPOSE

The corporation is formed to engage in every phase and aspect of the rendering of automobile body building and repairs. In addition, the corporation may invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property.

### ARTICLE IV. TERM OF EXISTENCE

The corporation shall have perpetual existence starting on the date these Articles of Incorporation are filed with the Florida Department of State.

### ARTICLE V. CAPITAL STOCK

The capital stock of the corporation shall be 100 shares of common stock having a par value of one dollar \$1.00 per share par value.

# ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation is 1897 Palm Beach Lakes Boulevard, Suite 224, West Palm Beach, FL 33409. The name of the initial registered agent at that address is Gwendolyn S. Key.

# ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of director. The initial board of director shall consist of one member. The names and address of the members of the first board of director it:

Name

Address

Johannes Hartsuiker President/Secretary Treasurer 1336 Woodcrest Road East West Palm Beach, Florida 33417

# ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these Articles of Incorporation as subscriber is:

Johannes Hartsuiker President/Secretary Treasurer 1336 Woodcrest Road East West Palm Beach, Florida 33417

# ARTICLE IX. RESTRICTION ON TRANSFER

The following restrictions are hereby applied to the transfer of all shares:

- 1. No shareholder may sell or transfer his/her shares in this Corporation except to existing shareholders.
- 2. All shareholders are obligated to first offer the corporation or other shareholders the opportunity to acquire the shares sought to be sold.

- 3. The corporation shall purchase all shares offered for sale by a shareholder and not purchased by other shareholders.
- 4. All transfer and/or sale of shares is subject to the approval of Johannes Hartsuiker. No sale or transfer may take place without the express, written consent of Johannes Hartsuiker.

### ARTICLE X. AMENDMENT

The Corporation reserves the right to amend or repeat any provisions in these Articles of Incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation on April 24, 1276

STATE OF FLORIDA

COUNTY OF Palm Beach

BEFORE ME, the undersigned authority, this day personally appeared JOHANNES HATSUIKER, who, first being duly sworn by me, says: that he has read the foregoing Articles of Incorporation and that the same are true and correct to the best of his knowledge.

IN WITNESS WHEREOF, I hereunto set my hand and affix the seal of my office in the county and state aforementioned, this 27 day of \_\_\_\_\_\_\_\_, 1996.

Notary Public

\*

GWENDOLYN S KEY My Commission CC334377 Expires Dec. 06, 1997 Bonded by HAI BOOL422-1555

# APPOINTMENT OF REGISTERED AGENT FOR CORPORATION ACCEPTANCE OF APPOINTMENT

To: The Department of State Tallahassee, Florida 32304

### CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.0501 of the Florida General Corporation Act, the following is submitted:

ROYAL PAINT & BODY, INC. with its principal place of business at 1336 Woodcrest Road East, West Palm Beach, Florida 33417, has named Gwendolyn S. Key, 1897 Palm Beach Lakes Boulevard, Suite 224, West Palm Beach, Florida 33409, as its designated agent to accept service or process within Florida.

Dated 4/24 , 1996.

JOHANNES HARTSUIKER DRID

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligation of Section 607.0501 of the Florida General Corporation Act.

Dated: / A

\_\_\_, .../

GWENDOLYN S. KEY Registered Agent