19600004638 BAKER AND SWEARINGEN

4431 LAFAYETTE STREET MARIANNA, FLORIDA 32446

FRANK A. HAKER, P. A.
*BOARD CERTIFIED CIVIL TRIAL
*CERTIFIED CHICUIT CIVIL MEDIATOR/ARBITRATOR

GLENDA F. SWEARINGEN-COOK, R. A. STUART E. GOLDBERG, (LL.M. TAX) OF COUNNEL

TELEPTIONE 904-526-3633 004-526-4465 FACSIMILE 904-526-2714

May 23, 1996

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

90000133333 -05/24/96--01074--008 ****122.50 ****122.50

RE: Bill Jr's Transmissions, Inc.

Dear Sir/Madam:

Enclosed please find my check in the amount of \$122.50, and an original and one copy of the Articles of Incorporation for the above-named. Please be so kind as to file the Articles and return a copy to my office at your earliest convenience.

Thank you for your attention to this matter.

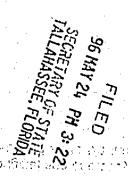
Sincerely,

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FRANK A. BAKER, ESQ.

FAB:sm/secstate.ltr

Enclosures



ARTICLES OF INCORPORATION OF BILL JR'S TRANSMISSIONS, INC.

The undersigned incorporator(s) of this corporation, executing these Articles of incorporation, being natural person(s), competent to contract, hereby form(s), this corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is Bill Jr's Transmissions, Inc.

ARTICLE II NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, tangible and intangible, and services of every class, kind and description; and to conduct any other business and carry on any other activity as may be permissible under law; except that it is not to conduct a banking, safe deposit trust, surety, express, railroad, canal, telephone, telegraph, or cemetery company, a building and loan association, fraternal benefit society, state fair, nor exposition.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is 100 shares of common stock having a nominal or par value of \$5.00 per share.

ARTICLE IV

The amount of capital with which this corporation will begin business is not less than \$500.00.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI ADDRESS

The initial mailing and street address of the initial registered and principal office of this corporation in the State of Florida is 2964 Milton Avenue, Marianna, Florida, 32448. The name of the initial registered Resident Agent in the State of Florida is Tamie L. Hill, whose address is 2964 Milton Avenue, Marianna, Florida, 32448. By her signature to these Articles, the said agent consents to the appointment as such, and by her signature hereto acknowledges that she is familiar with and accepts the obligations of that position. The Board of Directors may, from time to time, move the initial registered office of the corporation to any other address in the State of Florida.

ARTICLE VII DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or diminished from time to time, by bylaws adopted by the

stockholders, but shall never be less than one (1).

ARTICLE VIII INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

NAME

ADDRESS

Tamle L. Hill

2964 Milton Avenue Marianna, FL 32448

William R. Hill, Jr.

2964 Milton Avenue Marianna, FL 32448

ARTICLE IX INITIAL OFFICERS

This corporation shall have three (3) offices, initially, consisting of a President, a Vice-President, and a Secretary-Treasurer, which must be filled by at least one (1) natural person. The initial officers are: Tamie L. Hill, President; William R. Hill, Jr., Vice President; and Tamie L. Hill, Secretary-Treasurer.

ARTICLE X AMENDMENT

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 them by the stockholders, and approved at a stockholders' meeting by majority of the stock then entitled to vote thereon, unless the directors and the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XI INCORPORATOR

The name and address of the incorporator of this corporation who shall sign and file these Articles, is: Tamie L. Hill, 2964 Milton Avenue, Marianna, Florida, 32448.

ARTICLE XII PREEMPTIVE RIGHTS

In the event that the Board of Directors authorizes the issuance of further shares of stock in the corporation, or in the event that the officers or directors of the corporation take action to issue previously-authorized shares of stock, then each shareholder of record at the time of the issue or sale shall have the option to purchase such number of shares to be issued, in the proportion that his (or her) already-owned shares bears to the total number of already-issued shares.

EXECUTED and acknowledged that date below written.

TAMIE L. HILL, as Incorporator

and Resident Agent

STATE OF FLORIDA COUNTY OF JACKSON:

I HEREBY CERTIFY that the foregoing instrument was acknowledged before

me, this 230	day of N	lav. 1996.	by TAMIF	L HILL	as Inc	ornoral	or and	00	Daeldae	
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Notary Public
My Commission Expires:

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