

1201 HAYN STREET  
JAN 1997  
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PRESTIGE HILL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032  
REFERENCE : 991045 81013A  
AUTHORIZATION :  
COST LIMIT : \$ PPD

ORDER DATE : June 18, 1996  
ORDER TIME : 10:26 AM  
ORDER NO. : 991045  
CUSTOMER NO: 81013A

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-06/18/96--01096--013  
\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER: Nancy Shimet, Legal Assistant  
SMITH GRIMSLEY BAUMAN  
PINKERTON PETERMAN SAXER WELLS  
25 Walter Martin Road  
Ft. Walton, FL 32549

DOMESTIC FILING

NAME: TOP GUN MUFFLER, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS: *gf 6/18/96*

RECEIVED  
95 JUN 19 PM 12:07  
FEDERAL BUREAU OF INVESTIGATION  
U.S. DEPARTMENT OF JUSTICE  
WASHINGTON, D.C. 20535

**ARTICLES OF INCORPORATION  
OF**

FILED  
JUN 19 1965  
96 JUN 19 11 3:21

**TOP GUN MUFFLER, INC.**

**ARTICLE I. CORPORATE NAME**

The name of this corporation is **TOP GUN MUFFLER, INC.**

**ARTICLE II. NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV. TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this corporation is 712 N. Eglin Parkway, Fort Walton Beach, Florida 32547.

**ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be **RICHARD P. PETERMANN**, 25 NE Walter Martin Road, Fort Walton Beach, Florida 32548.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

#### **ARTICLE VII. BOARD OF DIRECTORS**

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

#### **ARTICLE VIII. INITIAL DIRECTORS**

The name of the initial director of this corporation and their street addresses is:

| <u>NAME</u>           | <u>ADDRESS</u>   |
|-----------------------|--|
| Catherine Kirksey     | 712 N. Eglin Parkway<br>Fort Walton Beach, Florida 32547 |
| Mari Michelle Ehrmann | 712 N. Eglin Parkway<br>Fort Walton Beach, Florida 32547 |

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### **ARTICLE IX. INCORPORATOR**

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

| <u>NAME</u>       | <u>ADDRESS</u>   |
|-------------------|--|
| Catherine Kirksey | 712 N. Eglin Parkway<br>Fort Walton Beach, Florida 32547 |

#### **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 by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention

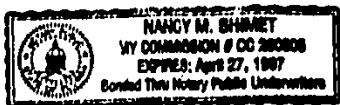
that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 17 day of June, 1996.

Catherine P. Kirksey

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, a Notary Public personally appeared Catherine Kirksey to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 17 day of June, 1996.



Nancy M. Shumet  
Print Name  
NOTARY PUBLIC

**ACCEPTANCE OF REGISTERED AGENT**

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

Richard P. Petermann  
RICHARD P. PETERMANN  
25 NE Walter Martin Road  
Fort Walton Beach, FL 32548

FILED  
JUN 19 1996  
11 3:21  
CLERK OF DISTRICT COURT  
JUN 19 1996