P96 1396

JULY 10, 1996

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FLORIDA 32301

SUBJECT: AUTO APPEARANCE INC

DEAR SIR:

ENCLOSED PLEASE FIND THE FOLLOWING

- 1. THE ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION FOR THE SUBJECT CORPORATION. PLEASE CERTIFY ONE COPY AND RETURN IT TO THE REGISTERED AGENT.
- 2. OUR CHECK IN THE AMOUNT OF \$122.50 TO COVER THE FILING FEE.
- 3. DESIGNATION OF REGISTERED AGENT.

EDDDD 1893935 -07/16/96--01020--013 ****122.50

KINDLY ACKNOWLEDGE FILING OF THESE ARTICLES OF INCORPORATION, IN COMPLIANCE WITH FLORIDA LAW AND RETURN THE CERTIFIED COPY OF THE ARTICLES OF INCORPORATION TO THE UNDERSIGNED.

THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

SINCERELY,

AUTO APPEARANCE INC

OWEN ANDERSEN

AUTO APPEARANCE INC 521 NORTH WASHINGTON AVENUE TITUSVILLE, FLORIDA 32796

> 789.502-672 W96.14822-

ne 7-23-96



July 16, 1996

OWEN ANDERSEN 521 NORTH WASHINGTON AVE. TITUSVILLE, FL 32796

SUBJECT: AUTO APPEARANCE INC Ref. Number: W96000014822

We have received your document for AUTO APPEARANCE INC and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Neysa Culligan Document Specialist

Letter Number: 096A00034382

ARTICLES OF INCORPORATION OF

AUTO APPEARANCE & ACCESSORIES INC

THE UNDERSIGNED INCORPORATORS, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I. NAME

THE NAME OF THE CORPORATION SHALL LI:

AUTO APPEARANCE & ACCESSORIES 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. CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 500 SHARES OF \$1.00 PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES"

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

OWEN ANDERSEN 210 MANGO TREE DRIVE #32 EDGEWATER, FLORIDA 32132

ARTICLE VI. INCORPORATORS AND INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE TWO INCORPORATORS AND TWO BOARD OF DIRECTOR MEMBERS. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BYLAWS BUT NEVER SHALL BE LESS THAN ONE. THE NAMES AND ADDRESSES OF THE INCORPORATORS OF THIS CORPORATION ARE:

OWEN ANDERSEN
210 MANGO TREE DRIVE
EDGEWATER, FLORIDA 32132

JOE E FOWLER 4121 IONA STREET TITUSVILLE, FLORIDA 32796

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ARTICLE VII, PRINCIPAL OFFICE AND MAILING ADDRESS

THE PRINCIPAL OFFICE OF THE CORPORATION IS LOCATED AT 521 N WASHINGTON AVENUE TITUSVILLE, FLORIDA 32796 THE MAILING ADDRESS OF THE CORPORATION IS 521 N WASHINGTON AVENUE TITUSVILLE, FLORIDA 32796

ARTICLE VIII. 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.

THE UNDERSIGNED INCORPORATORS HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 19TH DAY OF JULY 1996

OWEN ANDERSEN

TOP P POWER

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTIONS 607.0501 OR 617.0501. FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. THE NAME OF THE CORPORATION 18:
 AUTO APPEARANCE & ACCESSORIES INC
- 2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:
 OWEN ANDERSEN
 210 MANGO TREE DRIVE #32
 EDGEWATER, FLORIDA 32132

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DIFTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

OWEN ANDERSEN

JULY 19, 1996

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