

LAW OFFICES OF
OBERDORFER & BARRY, P.A.

1718 BLANDING BOULEVARD
JACKSONVILLE, FLORIDA 32210

K. CHARLES OBERDORFER
JOHN G. BARRY, III

TELEPHONE
(904) 384-6784
TELECOMPER
(904) 387-0637

P96000066247

July 24, 1996

Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32301

200001915412
-08/07/96--01059--002
****122.50 ****122.50

RE: KELLY'S COLLISION CENTER, INC.

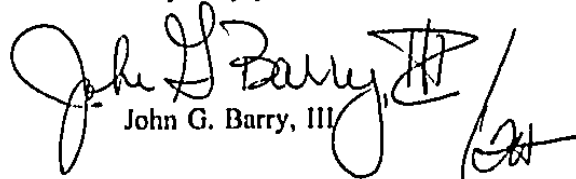
Dear Sir:

Enclosed herewith is the original and one copy of the Articles of Incorporation of Kelly's Collision Center, Inc.. I also enclose a designation of registered agent and our check in the amount of \$122.50 to cover the following:

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

Please return the certified copy of the Articles of Incorporation to this office. If you have any questions, please do not hesitate to call this office.

Very truly yours,


John G. Barry, III

JGB/bjr
Enclosures (3)

FILED
96 AUG -7 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER AUG - 8 1996

**ARTICLES OF INCORPORATION
OF
KELLY'S COLLISION CENTER, INC.**

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96 AUG -7 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation shall be:

KELLY'S COLLISION CENTER, INC.

Article II - Duration

This corporation shall exist perpetually.

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 100 shares of Ten Dollar (\$10.00) par value common stock.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 8518 Normandy Boulevard, Jacksonville, Florida 32221, and the name of the initial registered agent of this corporation at that address is Kathryn E. Hutchinson.

Article VI - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

John T. Hutchinson	8518 Normandy Boulevard Jacksonville, Florida 32221
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Kathryn E. Hutchinson	8518 Normandy Boulevard Jacksonville, Florida 32221
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Article VII - Initial Officers

The initial officers of this corporation are:

John T. Hutchinson, President 8518 Normandy Boulevard
Jacksonville, Florida 32221

Kathryn E. Hutchinson, Vice 8518 Normandy Boulevard
President and Secretary Jacksonville, Florida 32221

Article VIII - Incorporator

The names and addresses of the persons signing these articles are:

John T. Hutchinson 8518 Normandy Boulevard
Jacksonville, Florida 32221

Kathryn E. Hutchinson 8518 Normandy Boulevard
Jacksonville, Florida 32221

Article IV - Amendment

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation:

Dated this 5th day of August, 1996.


JOHN T. HUTCHINSON, Incorporator


KATHRYN E. HUTCHINSON, Incorporator

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 5th day of August, 1996
by JOHN T. HUTCHINSON and KATHRYN E. HUTCHINSON who are personally known to me and
who produced DRIVERS LICENSE as identification.



Notary Public

My Commission Expires:

My Commission No.:



THERESE M. HOWARD
Notary Public, State of Florida
My Comm. Exp. Oct. 26, 1997
Comm. No. CC 314974

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

KELLY'S COLLISION CENTER, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 8518 Normandy Boulevard, Jacksonville, Florida 32221, has named Kathryn E. Hutchinson as its agent to accept service of process within the state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


KATHRYN E. HUTCHINSON

THDOC'S CORPS/KELLYS ART

FILED
96 AUG -7 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES OF
OBERDORFER & BARRY, P.A.

1719 BLANDING BOULEVARD
JACKSONVILLE, FLORIDA 32210

K. CHARLES OBERDORFER
JOHN G. BARRY, III

TELEPHONE
(904) 384-8764
TELECOMEN
(904) 387-0637

P960000066247

July 15, 1997

Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32301

Re: KELLY'S COLLISION CENTER, INC.
Articles of Amendment

Dear Sir:

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-07/17/97--01037--003
*****87.50 *****87.50

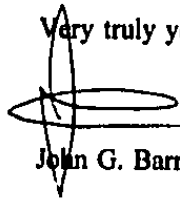
Enclosed herewith is the original and one copy of the Articles of Amendment to Articles of Incorporation of Kelly's Collision Center, Inc. Changing Name as well as our check in the amount of \$87.50 to cover the following:

\$ 35.00 Filing fee

52.50 Certified copy of Articles of Amendment

Please return the certified copy of the Articles of Amendment to this office. If you have any questions, please do not hesitate to call this office.

Very truly yours,



John G. Barry, III

JGBIII/lb
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUL 17 PM 3:32

APPROVED
AND
FILED

OK NJ
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*Cert Copy
7-17-97

**ARTICLES OF AMENDMENT TO ARTICLES
OF INCORPORATION OF
KELLY'S COLLISION CENTER, INC.
CHANGING NAME**

1. The following provisions of the Articles of Incorporation of **KELLY'S COLLISION CENTER, INC.**, a Florida corporation, filed in Tallahassee on August 7, 1996, be and they hereby are amended in the following particulars:

Article I-Name is amended to read as follows:

**"The name of this corporation shall be HUTCHINSON'S
COLLISION CENTER, INC."**


2. The foregoing amendments were adopted by the Stockholders and Directors of the corporation on the 5th day of June, 1997.

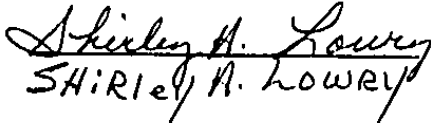
3. The number of votes cast for the Amendment by the shareholders was sufficient for approval.


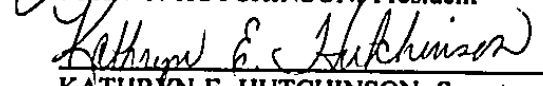
IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation, have executed these Articles of Amendment this 5th day of June, 1997.

APPROVED
AND
FILED
97 JUL 17 PM 3:02
TALLAHASSEE FLORIDA
CLERK OF SUPERIOR COURT

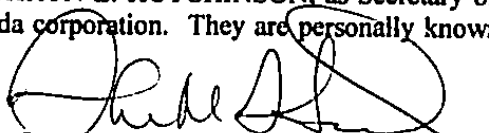
KELLY'S COLLISION CENTER, INC.


Therese M. Howard


SHIRLEY A. LOWRY

BY: 
JOHN T. HUTCHINSON, President

KATHRYN E. HUTCHINSON, Secretary

The foregoing instrument was acknowledged before me this 6th day of June, 1997, by JOHN T. HUTCHINSON, as President and KATHRYN E. HUTCHINSON, as Secretary of KELLY'S COLLISION CENTER, INC., a Florida corporation. They are personally known to me.


Notary Public, State of Florida
My commission expires:



THERESE M. HOWARD
Notary Public, State of Florida
My Comm. Exp. Oct. 26, 1997
Comm. No. CC 314974