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FLORIDA DIVISION OF CORPORATIONS  
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DEPARTMENT OF STATE 54 NW 11TH ST  
STATE OF FLORIDA  
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TALLAHASSEE, FL 32399 CONTACT: LYNN FRIEDMAN  
FAX: (904) 922-4000 PHONE: (305) 350-2571  
FAX: (305) 350-7832  
((H96000011358)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: MD SERVICE SOLUTIONS, INC.  
FAX AUDIT NUMBER: H96000011358 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 08/15/1996 TIME REQUESTED: 09:55:58  
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ARTICLES OF INCORPORATION  
OF  
MB SERVICE SOLUTIONS, INC.

The undersigned do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is : MB SERVICE SOLUTIONS, INC.  
The address of the corporation is 315 Ansin Blvd, Hallandale,  
Florida 33009.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of:

1. Transacting any and all lawful business for which a corporation may be incorporated under Florida Statutes.
2. To perform automotive repairs and servicing.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of no par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at just valuation to be fixed by the Board of Directors.

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ACE INDUSTRIES, INC.  
56 NW 11th Street  
Miami, FL 33136  
305-559-2571

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#### ARTICLE IV - VOTING

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares, with one vote to be cast per share.

#### ARTICLE V - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

#### ARTICLE VI - STATUS

This corporation elects regular corporation status according to applicable State and Federal Laws.

#### ARTICLE VII - TERMS

This corporation shall commence at the time of filing of these articles and shall have perpetual existence.

#### ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

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**ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 315 Ainsin Blvd. Hallandale, Florida 33009, and the name of the initial registered agent of this corporation is Edward Joseph Viau Jr., whose address is 5520 S.W. 162nd Avenue, Ft. Lauderdale, Florida 33331.

**ARTICLE X - INITIAL BOARD OF DIRECTORS**

The name and address of the directors of this corporation are: Edward Joseph Viau Jr., 5520 S.W. 162nd Avenue, Ft. Lauderdale Florida 33331.

**ARTICLE XI - INCORPORATOR**

The names and addresses of the persons signing these articles are: Edward Joseph Viau Jr., 5520 S.W. 162nd Avenue, Ft. Lauderdale, Florida 33331.

**ARTICLE XII - INITIAL OFFICER**

The names and post office addresses of the first officers of this corporation, all of whom shall constitute the first Board of Directors, who shall hold office for the first year of its existence or until their successors are elected and qualified, are as follows:

**PRESIDENT**

Edward Joseph Viau Jr., 5520 S.W. 162nd Avenue, Ft. Lauderdale, Florida 33331.

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All of said Directors are of full age and residents of the United States.

#### ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer or officers or any former officer or director, to the fullest extent permitted by law either now existing or hereinafter enacted.

#### ARTICLE - XIV

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such director or officer of such other corporation, or not so interested.

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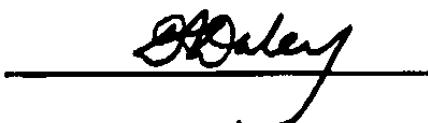
## ARTICLE - XV

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

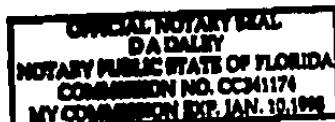
  
INCORPORATOR

STATE OF FLORIDA      )  
COUNTY OF DADE      )

The foregoing Articles of Incorporation of MB SERVICE SOLUTION INC., were acknowledged before me this 12<sup>th</sup> day of August 1990, by Edward Joseph Viau Jr. as incorporator, and is personally known to me.



My commission expires



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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for: MB SERVICE SOLUTIONS INC., the place designated in the Articles of Incorporation, Edward Joseph Viau Jr. agrees to act in this capacity, and agrees to comply with the provisions relative to keeping open such office.

Date: August 15<sup>th</sup>, 1996

  
EDWARD JOSEPH VIAU JR.

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