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ACCOUNTY THE TOTAL ! C

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PHENICIPAL ACCOUNT NO. : 072100000032

REFERENCE : 125906 10213A

AUTHORIZATION : | alucus |

COST LIMIT : \$ 70.00

ORDER DATE: October 18, 1996

ORDER TIME : 4:11 PM

ORDER NO. : 125906-005

CUSTOMER NO: 10213A

CUSTOMER: Michael Mcdermott, Esq

MICHAEL MCDERMOTT, ESQ

791 W. Lumsden Road

Brandon, FL 33511

DOMESTIC FILING

NAME: M & M PROPERTIES OF ERANDON,

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FCLLOWING AS PROOF OF FILING:

_____CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

<u>KP</u> 10.23.96

700001983747--8

ARTICLES OF INCORPORATION

OF

M & M PROPERTIES OF BRANDON, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

M & M PROPERTIES OF BRANDON, INC.

The oddress of the principal office of this corporation shall be 3912 Turkey Oak Drive, Valrico, Florida 33594 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of scock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.



ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Douglas Russell Dir.

3912 Turkey Oak Drive Valrico, Florida 33594

Ranchhod N. Khant Dir. 50 Bahama Circle Tampa, Florida 33606

James Mustacio Dir. 4310 Avenue Cannes Lutz, Florida 33612

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on October 22, 1996.

CORPORATION SERVICE COMPANY

Its Agent, Karen 9. Rozar

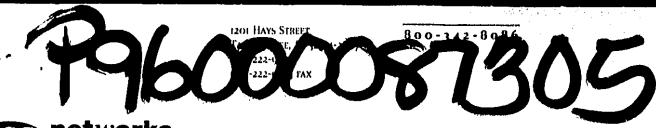
ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

GLS/das



networks PRENTICUITALL LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 125906

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE: October 18, 1996

ORDER TIME : 1:05 PM

ORDER NO. : 125906-015

000001998330--3

CUSTOMER NO: 10213A

CUSTOMER: Michael Mcdermott, Esq

Michael Mcdermott, Esq

791 W. Lumsden Road

Brandon, FL 33511

DOMESTIC AMENDMENT FILING

NAME:

M & M PROPERTIES OF BRANDON,

INC.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

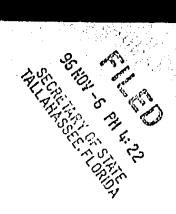
PLAIN STAMPED COPY

___ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

ARTICLE VI of the Articles of Incorporation of M & M PROPERTIES OF BRANDON, INC. shall be amended to read as follows:

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four Directors. The names and addresses of the members of the Board of Directors are:

Douglas Russell Dir.

3912 Turkey Oak Drive Valrico, Florida 33594

Ranchhod N. Khant Dir.

50 Bahama Circle Tampa, Florida 33606

James Mustacio Dir.

4310 Avenue Cannes Lutz, Florida 33612

Charlotte Mustacio Dir.

4310 Avenue Cannes Lutz, Florida 33612 All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 6th day of November, 1996.

Corporation Service Company

BY: Its Incorporator,
Its Agent, Gail Shelby

DAS/das

Please Re HILLSBO DUCH OFF

420 W. BRANDON BOULEVARD SUITE 204 BRANDON, FLORIDA 33511 (813) 681-4692 FAX (813) 653-1151

PINELLAS OFFICE

101 MAIN STREET SUITE A SAFETY HARBOR, FLORIDA 34695 (813) 726-2728 FAX (813) 725-8285

September 5, 1997

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314 900002287449--0 -09/08/97--01132--003 *****35.00 *****35.00

RE: M & M PROPERTIES OF BRANDON, INC.

Dear Sir or Madam:

Enclosed please find the original and a copy of Articles of Amendment for the above-referenced corporation, and a check in the amount of \$35.00 for the filing fee.

Please file the original amendment at earliest your convenience and return the copy marked filed to me at the above address. Thank you for your attention in this matter.

Sincerely yours,

Sue N. Bothe, Secretary to KENT B. RUNNELLS, Attorney

snb Enclosures J. 1000 100 1

ARTICLES OF AMENDMENT OF M & M PROPERTIES OF BRANDON, INC.

THE UNDERSIGNED, being the subscriber to the Articles of Incorporation of this corporation, formerly known as M & M PROPERTIES OF BRANDON, INC., which articles were filed on October 23, 1996, with the Secretary of the State of Florida, hereby amends the aforesaid articles to read as follows:

ARTICLE I. NAME

The name of the corporation shall be:

M & M MOTORS, INC.

The address of the principal office of this corporation shall be 123 N. Miller Road, Valrico, Florida 33594, and the mailing address of the corporation shall be the same.

All other articles and provisions of the charter originally filed shall remain in full force and effect without modification.

This Amendment was adopted with the consent of all of the directors and shareholders of the corporation on this day pursuant to a joint written action in lieu of a special meeting of the directors and shareholders of the corporation.

These Articles of Amendment adopted this / day of September, 1997.

CHARLOTTE L. MUTASCIO. President

AFFIDAVIT RELEASING NAME

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, this day personally appeared CHARLOTTE L. MUTASCIO, as President of MASTER MECHANICS, INC., f/k/a M & M MOTORS, INC., (hereinafter "Corporation") and hereby releases the name of M & M MOTORS, INC. The Corporation hereby gives permission for M & M PROPERTIES OF BRANDON, INC., to use said name.

MASTER MECHANICS, INC.

By: Charlotte L. Mutascio, Prio CHARLOTTE L. MUTASCIO, President

THE FOREGOING was acknowledged before me this ATL day of Argust, 1997, by CHARLOTTE L. MUTASCIO, as President of MASTER MECHANICS, INC., who has produced promise because identification and who did take an oath.

Such Both

Name

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

My Commission Expires:

OFFICIAL NOTARY SEAL SUE N BOTHE NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC432116 MY COMMISSION EXP. JAN. 5.1999 3056 -8 -811 1:1