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OBERDORFER & BARRY, P.A.

1710 BLANDING BOULEVARD

JACKSONVILLE, FLORIDA 32210

96 OCT 30 PM 3:34

E. CHARLES OBERDORFER  
JOHN G. BARRY, III

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

October 22, 1996

TELEPHONE  
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(904) 387-0637

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

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\*\*\*\*\*122.50 \*\*\*\*\*122.50

Re: J & S QUALITY AUTOMOTIVE, INC.

Dear Sir:

Enclosed herewith is the original and one copy of the Articles of Incorporation of J & S Quality Automotive, 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
	35.00	Designation of registered agent

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

JGBIII/tmh  
enclosures

PK  
11/1/96

ARTICLES OF INCORPORATION  
OF

**J & S QUALITY AUTOMOTIVE, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation shall be:

J & S QUALITY AUTOMOTIVE, 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 4516 Appleton Avenue, Jacksonville, Florida 32210, and the name of the initial registered agent of this corporation at that address is JOHN J. MCCARTHY, IV.

Article VI - Initial Board of Directors

This corporation shall have four 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 J. MCCARTHY, IV  
THOMAS P. CAMPBELL, JR.  
SHARON M. MCCARTHY  
JUANITA R. CAMPBELL

**Article VII - Initial Officers**

The initial officers of this corporation are:

President	JOHN J. MCCARTHY, IV
Vice President	THOMAS P. CAMPBELL, JR.
Secretary	SHARON M. MCCARTHY
Treasurer	JUANITA R. CAMPBELL

**Article VIII - Incorporator**

The name and address of the person signing these articles is:

SHARON M. MCCARTHY  
4516 Appleton Avenue  
Jacksonville, Florida 32210

**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 28 day of October, 1996.

Sharon M. McCarthy  
SHARON M. MCCARTHY, Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 28 day of October, 1996, by SHARON M. MCCARTHY, who is personally known to me and did not take an oath.



JOHN G. BARRY  
Notary Public, State of Florida  
My Comm. Exp. Oct. 27, 1998  
Comm. No. CC 412852

[Signature]  
Notary Public  
My Commission Expires:

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

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

J & S QUALITY AUTOMOTIVE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 4516 Appleton Avenue Jacksonville, Florida 32210, has named JOHN J. MCCARTHY, IV, 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.

  
JOHN J. MCCARTHY, IV

VORPSU&S.ART

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA