

P97000020208

DANIEL J. LEFEVRE

LAWYER

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February 24, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

200002099472--7  
-02/27/97--01033--003  
\*\*\*\*122.50 \*\*\*\*122.50

Re: **CARL'S AUTO ELECTRIC, INC.**

Dear Sirs:

Enclosed please find an original and one copy of the proposed Articles of Incorporation relative to the above-captioned corporation, together with my check in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Registered Agent Fee	\$ 35.00
Certified copy of Articles of Incorporation	\$ 52.50
	\$122.50

Thank you for your assistance and prompt attention to this matter.


Yours very truly,

  
Daniel J. LeFevre

FILED  
97 FEB 27 AM 7:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DJL/clg

Enclosures

3/5/97  


**ARTICLES OF INCORPORATION**  
**OF**  
**CARL'S AUTO ELECTRIC, INC.**

**ARTICLE I.**

The name of this corporation is CARL'S AUTO ELECTRIC, INC. The corporation's principal office and mailing address is 805 Cherry Street, Winter Park, Florida 32789.

**ARTICLE II.**

The corporation shall have perpetual existence.

**ARTICLE III.**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV.**

This corporation is authorized to issue SEVEN THOUSAND (7,000) shares of ONE DOLLAR (\$1.00) par value common stock.

**ARTICLE V.**

The street address of the initial registered office of this corporation is 805 Cherry Street, Winter Park, Florida 32789 and the name of the initial registered agent of this corporation at this address is STEPHEN C. TALBERT.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE IV.

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

STEPHEN C. TALBERT  
805 Cherry Street  
Winter Park, Florida 32789

ARTICLE VII.


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

STEPHEN C. TALBERT  
805 Cherry Street  
Winter Park, Florida 32789

ARTICLE VIII.

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this the 24th day of February, 1997.

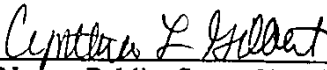
 (SEAL)  
Stephen C. Talbert

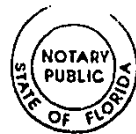
STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid personally appeared STEPHEN C. TALBERT, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid on this the 24th day of February, 1997.

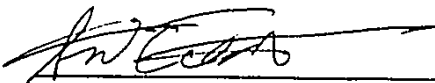
  
\_\_\_\_\_  
Notary Public, State of Florida



CYNTHIA L. GILBERT  
My Comm Exp. 6/28/97  
Bonded By Service Ins  
No. CC298124  
 Personally Known     Other I.D.

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as Registered Agent above, I hereby accept and agree to act in that capacity and agree to comply with the Florida Statutes thereunto appertaining.

  
\_\_\_\_\_  
Stephen C. Talbert