P970000 a3733 ROBERT H. SCHULTZ & ASSOCIATES, P.A.

(941) 746-1189 Fax: (941) 746-6824



406 13th Street West Bradenton, Florida 34205

March 4, 1997

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

Re: B&D, Incorporated

Dear Sir or Madam:

Enclosed herewith is the Articles of Incorporation and Consent of Registered Agent for the above referenced along with a check in the amount of \$122.50 for filing fees and a certified copy of the Articles.

I have also enclosed a self-addressed, stamped envelope for your convenience.

Thanking you for your assistance in this matter, I am

Sincerely Yours,

Robert H. Schultz & Associates, P.A.

7. Fine

Jan L. Frice

Assistant to Robert H. Schultz

Enclosures

C. (2) (2)

EFFECTIVE DATE

ARTICLES OF INCORPORATION

FILED SECTIONARY OF STATE COVERS FOR USE ORATIONS

OF

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B&D GARAGE, INCORPORATED

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of the corporation shall be B&D Garage, Incorporated and the principal place of business of this corporation shall be 6220 S.R. 64 East, Bradenton, Florida 34208 and the mailing address of the corporation shall be 6220 S.R. 64 East, Bradenton, Florida 34208.

ARTICLE II: NATURE OF BUSINESS

This corporation shall engage in the business of automotive repair, service, and sales of parts and to otherwise engage in any other business that is for lawful purposes for which the corporation may be permitted by law pursuant to Chapter 607, Florida Statutes (1995).

ARTICLE III: CAPITAL STOCK

This corporation shall be for profit, and the maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$10.00 per share.

ARTICLE IV: ADDRESS

The street address of the initial registered office of the corporation shall be 406 13th

Street West, Bradenton, Florida 34205 and the name of the initial registered agent of the corporation at that address is **Robert H. Schultz**, Attorney at Law.

ARTICLE V: TERM OF EXISTENCE

This corporation shall exist perpetually and shall commence as of March 1, 1997.

ARTICLE VI: DIRECTORS

This corporation shall have no Directors and the business of this corporation shall be conducted by the President having all powers normally conferred upon Directors.

Initial subscribers to the corporation will be as follows:

President:

Richard Scott Southard

Secretary/Treasurer:

Richard Scott Southard

ARTICLE VII: INCORPORATORS

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

Richard Scott Southard 6220 S.R. 64 East Bradenton, Florida 34208

ARTICLE VIII: POWERS OF CORPORATION

This corporation shall have all the powers conferred upon private corporations as provided by general law and specifically by the Florida General Corporation Act, Chapter 607, Florida Statutes, 1995.

IN WITNESS WHEREOF, the undersigned authorized incorporator of **B&D Garage**, **Incorporated** have hereunto set their hand and seal on this 4d day of March, 1997.

Michael Scott Southard

STATE OF FLORIDA COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared Richard Scott Southard to me known to be the person named, who is personally known to me, and described in the foregoing Articles of Incorporation of B&D Garage, Incorporated, as the incorporator thereof, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Bradenton, Florida, this 4 day of March, 1997.

My Commission expires:

Notary Public - Signature

JAN. L FRICE

Notary Public State of Florida

My comm. explice May 1987

Comm. No. CC283407

I HEREBY accept the designation as Registered Agent of this corporation at the address indicated in these Articles of Incorporation.

Robert H. Schultz