

William G. Tye

ATTORNEY AT LAW

121 NORTH 4TH STREET
(HISTORIC ARCADE BUILDING)

P.O. BOX 3058
FORT PIERCE, FLORIDA 34948
(407) 466-8008

April 2, 1997

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 18 PM 12:31

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

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In Re: Andrew F. Buchko Total Auto Body, Inc.

Gentlemen:

Enclosed please find original and copy of Articles of Incorporation for the above, Certificate of Designation of Principal Place of Business/Resident Agent and check of this office in the amount of \$122.50 to cover filing fees and a certified copy of the Articles of Incorporation.

If you have any questions, please do not hesitate to call me.

With best regards, I am

Very truly yours,

Will. G. Tye
William G. Tye

WGT:sfr
Enclosures

D. BROWN APR 21 1997

ARTICLES OF INCORPORATION

OF

**ANDREW F. BUCHKO TOTAL
AUTO BODY, INC.**

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The undersigned for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE I. CORPORATE NAME:

The name of this corporation is **ANDREW F. BUCHKO TOTAL AUTO BODY, INC.**

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS:

The principal office of business of the corporation is to be:

350 Dickson Drive
Fort Pierce, Florida 34982

The mailing address of the corporation is to be:

350 Dickson Drive
Fort Pierce, Florida 34982

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE III. CORPORATE DURATION:

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE IV. CORPORATE PURPOSES AND POWERS:

The general purposes for which the corporation is organized are:

1. The general nature of the business to be transacted by this corporation is to repair, replace and sell parts to recreational vehicles, motor homes, travel trailers and automobiles; to sell automobiles, and, to engage in any and all business permitted under the laws of the State of Florida.

2. To do all and every necessary and proper act for the purpose of transacting any and all lawful business and/or any other objectives enumerated in this certificate of incorporation or any amendment thereof or necessary and incidental to the protection and benefit of the corporation; and in general to carry on any lawful business permitted under the laws of the United States of America, the State of Florida and all singularly remaining States in the Union.

3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE V. CAPITAL STOCK:

The shares of stock that shall be authorized shall be limited to one class, common, without par value, and no more than ten (10) people shall be owners thereof of the one hundred shares to which said issuance is limited.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE:

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

WILLIAM G. TYE, ESQ.
Attorney at Law
121 North Fourth Street
Fort Pierce, Florida 34950

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS:

This Corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTOR:

The number of directors constituting the corporation's initial board of directors is three (3). The names of the initial directors of this Corporation and their street addresses are:

DOROTHY ANN BUCHKO
668 S. E. Chapman Avenue
Port St. Lucie, Florida 34984

BRIAN F. BUCHKO
668 S. E. Chapman Avenue
Port St. Lucie, Florida 34984

ANDREW F. BUCHKO
668 S. E. Chapman Avenue
Port St. Lucie, Florida 34984

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR:

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

ANDREW F. BUCHKO
668 S. E. Chapman Avenue
Port St. Lucie, Florida 34984


ARTICLE X. AMENDMENT:

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI. BY-LAWS:

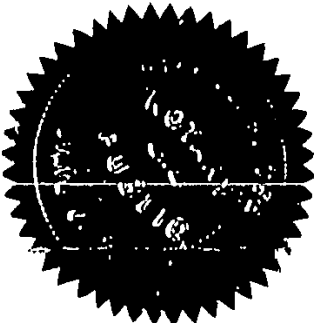
The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Stockholders.

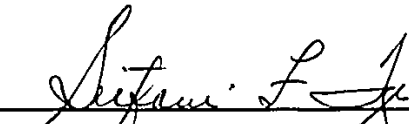
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this the 9th day of April, 1997.


Andrew F. Buchko, "Incorporator"

STATE OF FLORIDA)
) ss. Ft. Pierce
COUNTY OF ST LUCIE)

BEFORE ME, a Notary Public, personally appeared ANDREW F. BUCHKO to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this the 9th day of April, 1997.




Stefani F. Tye, Notary Public



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

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In accordance with Chapter 48.091 and 607.0501, Florida Statutes, the following is submitted, in compliance with said Act:

ANDREW F. BUCHKO TOTAL AUTO BODY, INC., having been organized under the laws of the State of Florida with its principal office or place of business at 350 Dickson Drive, Fort Pierce, Florida, indicated in the Articles of Incorporation, in the County of St. Lucie, State of Florida, and has named WILLIAM G. TYE, ESQ., of 121 North Fourth Street, Fort Pierce, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in the Certificate, I hereby accept this act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

DATED this the 9th day of April, 1997.

Will. A. Tye
WILLIAM G. TYE