

PA7000039024
TRANSMITTAL LETTER

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 28 PM 1:48

SUBJECT: F&A Auto Repair Inc.

(Proposed corporate name - must include suffix)

300002157553--2
-04/29/97--01008--002
****131.25 ****131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Anderson Andino

Name (Printed or typed)

3322 Curry Ford Rd.

Address

Orlando, Florida 32806

City, State & Zip

(407) 896-6885

Daytime Telephone number

Moazir Ferrari

GAVE

AUTHORIZATION BY PHONE TO
Principal Moazir Ferrari Name on
CORRECT Moazir Ferrari Trans. Letter

DATE 5-1-97

DOC. EXAM. UFW

UFW 5-1-97

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
F & A AUTO REPAIRS, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation act, adopt the following Articles of Incorporation of such corporation:

ARTICLE ONE

The name of this corporation shall be
F & A AUTO REPAIRS, INC..

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose is to engage in any activity or business permitted under the laws of the United States and State of Florida.

ARTICLE FOUR

The corporation is authorized to issue one hundred (100) shares of capital stock, all of one class, at One Dollar (\$1.00) par value.

ARTICLE FIVE

The corporation shall have two (2) directors. The business of the corporation shall be managed by the Board of Directors in conformity with these Article and the by-laws to be promulgated.

ARTICLE SIX

Any action required to be taken by the shareholders shall be taken in conformity with these Article and by-laws to be promulgate.

(a) QUORUM AND VOTING: A majority of the

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outstanding shares of all stock entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of a majority of the outstanding shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders. Shareholders shall be deemed present at any meeting if a conference by telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used, so long as all parties to the communication are aware that the shareholders' meeting is called to order.

(b) **informal action:** If all shareholders severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writing or writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the shareholders.

ARTICLE SEVEN

The corporation shall indemnify any director or officer, or former director or officer, to the full extent permitted by law.

ARTICLE EIGHT

The power to adopt, alter, amend or repeal the by-laws of this corporation of these Articles of Incorporation shall be vested in the Board of Directors.

ARTICLE NINE

The date the corporate existence of this corporation shall commence shall be May 1, 1997.

ARTICLE TEN

The name of the Incorporator signing these Article of Incorporation is:


Anderson Andino
3322 Curry Ford Rd.
Orlando, Florida 32806

ARTICLE ELEVEN

The name of the initial registered agent and the address of the initial registered / office is:

Anderson Andino
3322 Curry Ford Rd.
Orlando, Florida 32806

IN WITNESS WHEREOF, the undersigned Incorporator has execute these Articles of Incorporation this 1st day of April , 1997.


Anderson Andino, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is F&A Auto Repair, Inc.

3322 CURRY FORD RD. ORLANDO, FLA. 32806

2. The name and address of the registered agent and office is:

Anderson Andino

(NAME)

3322 Curry Ford Rd.

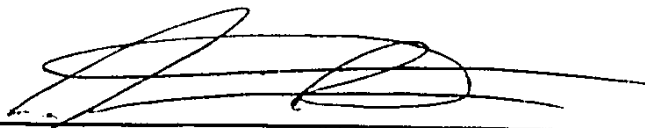
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Orlando, Florida 32806

(CITY/STATE/ZIP)

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(SIGNATURE)

4/24/97
(DATE)