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LAW OFFICES OF
Hunter and Hunter, P.A.

1830 TYLER STREET
HOLLYWOOD, FLORIDA 33020

WILLIAM F. HUNTER, JR.
E. T. "DICK" HUNTER
SCOTT A. SANOK
GUNNAR D. HUBER
KURT S. HILBERTH

28 May 1997

TELEPHONE:
BROWARD 954-825-8080
DADE 305-947-8521
FAX 954-825-7818

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Quality 24 Hour Auto Repair Service, Inc.

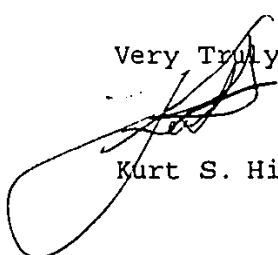
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*****70.00 *****70.00

Dear Sir/Madam:

Enclosed please find the Articles and Registered Agent Certificate for the above referenced corporation. Please send a copy of the filed document back to my office in the enclosed envelope.

Thank you for your assistance,

Very Truly Yours,


Kurt S. Hilberth

JUN 3

BSB

97 MAY 30 AM 11:36
TALLAHASSEE, FLORIDA
FBI

Enclosures

FILED

97 MAY 30 AM 11:36

TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FOR

QUALITY 24 HOUR AUTO REPAIR SERVICE, INC.

The undersigned, acting as incorporators of a corporation pursuant to chapter 607, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be: QUALITY 24 HOUR AUTO REPAIR SERVICE, INC.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be:

2583 Lakeview Court, #214
Cooper City, FL 33026

ARTICLE III

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation by the Department of State.

ARTICLE IV PURPOSE

This corporation is organized for the purposes of transacting any and all lawful business.

ARTICLE V CAPITAL STOCK

Common Stock: This corporation is authorized to issue 10,000 shares of Common Stock at a par value of \$1.00. Each share of Common Stock shall entitle the holder thereof to a dividend right in the corporation. This dividend right shall be established by the Board of Directors at a duly called Board of Directors Meeting held for the purpose of declaring such dividends.

Preferred Stock: This corporation is authorized to issue 10,000 shares of Preferred Stock at a par value of \$1.00. Each share of Preferred Stock shall entitle the holder thereof to:

1. Sole voting rights in the corporation, including, but not limited to, the election of the Board of Directors of the corporation; and,
2. Preferred rights in any declared dividends over Common Stock; and,
3. Preferred rights in the assets of the corporation in the event of dissolution; and,
4. By filing the appropriate articles of amendment with the Secretary of State of Florida, is authorized to establish additional preferences, limitations, and relative rights of Preferred Stock over Common Stock.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have 4 Directors initially. The number of Directors may either be increased or diminished from time to time in a manner provided by the By-Laws of the corporation but shall never be less than one (1). The names and addresses of the directors constituting the initial Board of Directors are:

JOHN VERES - 2583 Lakeview Ct. #214, Cooper City, FL 33026
MARY VERES - 2583 Lakeview Ct. #214, Cooper City, FL 33026
HELEN UDELL - 226 SE 4th Street, Dania, FL 33004
WALTER WHITE - 17510 NW 11th Ave., Miami, FL 33169

ARTICLE VII LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation shall be limited to those powers allowed in chapter 607, Florida Statutes.

ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

John Veres, 2583 Lakeview Court #214, Cooper City, FL 33026

ARTICLE IX INCORPORATORS

Then names and addresses of the incorporators for these Articles of Incorporation are:

John Veres
2583 Lakeview Court, #214, Cooper City, FL 33026

Walter White
17510 NW 11th Ave, Miami, FL 33169

The undersigned incorporators have executed these Articles of Incorporation this 27th day of May, 1997.

Signatures of the Incorporators:

John Veres
John Veres

Walter White
Walter White

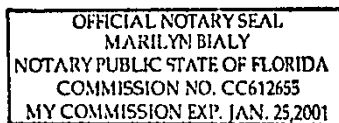
STATE OF FLORIDA)
)
COUNTY OF BROWARD)

I hereby certify that on this day, before me, an officer duly authorized in the State and County last aforesaid to take acknowledgments, personally appeared JOHN VERES and WALTER WHITE, who produced valid Florida Drivers License numbers V620-46027-143-0 and W300-914-36-013-0, respectively who executed the foregoing before me.

WITNESS my hand and official seal this 27 day of May, 1997.

Marilyn Bialy
Notary Public
State of Florida

My Commission Expires:



FILED
97 MAY 30 AM 11:36
TALLAHASSEE, FLORIDA

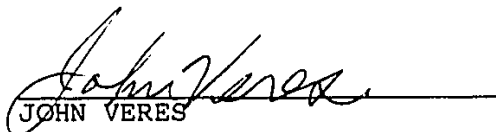
CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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 QUALITY 24 HOUR AUTO REPAIR SERVICE, INC.
2. The name and address of the registered agent and office is:
JOHN VERES, 2583 LAKEVIEW COURT #214, COOPER CITY, FL 33026

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 POSITIONS AS REGISTERED AGENT.

DATED: may 25th '97


JOHN VERES