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FOWLER, WHITE, GILLEN, BOGGS, VILLAREAL AND BANKER, P.A.

FILED

ATTORNEYS AT LAW

TAMPA - ST. PETERSBURG - CLEARWATER

FT. MYERS - TALLAHASSEE

97 JUL 28 PM 4:00

CABLE - FOWHITE
TELEX 52776

2201 SECOND STREET
POST OFFICE BOX 1867
FT. MYERS, FLORIDA 33902

TELETYPE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
(941) 334-3240

(941) 334-7892

July 25, 1997

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****122.50 ****122.50

Department of State
Bureau of Corporate Records
The Capitol
Post Office Box 6327
Tallahassee, Florida 32304

RE: Articles of Incorporation for
Alpine Auto Sales And Restoration, Inc.

Dear Sir/Madam:

We are enclosing the original and one copy of the proposed Articles of Incorporation for the above-mentioned corporation. Please approve and file the original and certify the copy for us. Also enclosed is a Certificate designating the Resident Agent for the corporation.

We are enclosing our firm check made payable to Secretary of State for charges as follows:

Filing Fee	\$ 35.00
Certified Copy	52.50
Filing Resident Agent Certificate	<u>35.00</u>
Total	\$122.50

Please advise if anything further is required.

Sincerely yours,

FOWLER, WHITE, GILLEN, BOGGS,
VILLAREAL AND BANKER, P.A.

Carl Joseph Coleman

CARL JOSEPH COLEMAN

CJC/lr
Enclosures as stated

1/30/97

ARTICLES OF INCORPORATION

OF

ALPINE AUTO SALES AND RESTORATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the "Florida Business Corporation Act," does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: ALPINE AUTO SALES AND RESTORATION, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

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

ARTICLE IV

The street address of the initial registered agent of the corporation is 2512 Andalusia Boulevard, Suite 4, Cape Coral, Florida 33909, and the name of the initial registered agent of the corporation at that address is George J. Krcil. The officers may from time to time select and so communicate by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE V

The aggregate number of shares which the corporation has authority to issue is one thousand (1000), all of which shares are of the same class and are designated "Common Shares"; the par value of each such share is one dollar (\$1.00). The corporation elects to have preemptive rights.

ARTICLE VI

The name and address of the incorporator is:

George J. Krcil

2512 Andalusia Boulevard, Suite 4

Cape Coral, Florida 33909

ARTICLE VII

The number of directors to comprise the initial Board of Directors shall be four (4). Thereafter the number of directors shall be fixed by, or in the manner provided in, the bylaws of the corporation. The names and address of the initial directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
George J. Krcil	2512 Andalusia Boulevard, Suite 4 Cape Coral, Florida 33909
George Czyz	226 S.E. 43rd Street Cape Coral, Florida 33904
Mark Sirolely	226 S.E. 43rd Street Cape Coral, Florida 33904
Zdenek Otahal	226 S.E. 43rd Street Cape Coral, Florida 33904

ARTICLE VIII

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE IX

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders, except the Preemptive Rights created in Article V, is subject to this reservation.

ARTICLE X

The corporation shall indemnify any officer and/or director, or any former officer and/or director to the full extent of the law.

ARTICLE XI

The mailing address for the corporation is 2512 Andalusia Boulevard, Suite 4, Cape Coral, Florida 33909.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 24th day of July, 1997.

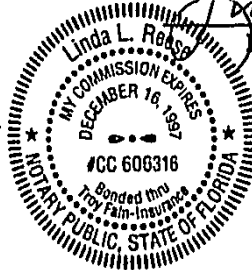
George J. Krcil
George J. Krcil

STATE OF FLORIDA)
)
COUNTY OF LEE)

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared George J. Krcil, 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 those Articles of Incorporation.

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

My Commission Expires:



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

FILED

28 PM 4:09

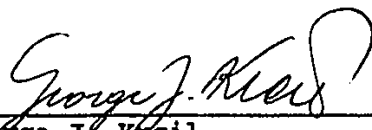
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

THAT ALPINE AUTO SALES AND RESTORATION, INC. desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation in the City
of Cape Coral, County of Lee, State of Florida, has named George J.
Krcil, located at 2512 Andalusia Boulevard, Suite 4, Cape Coral,
Florida 33909, as its agent to accept service of process within
this state.

ACKNOWLEDGEMENT

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



George J. Krcil