

CORPORATE
ACCESS,
INC.

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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CERTIFIED COPY

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1.) Pro Guard Automotive Services, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
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(CORPORATE NAME & DOCUMENT #)

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97 SEP 16 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS

K. Rolfe SEP 16 1997

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97 SEP 16 AM 11:25
DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Pro Guard Automotive Services, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

1550 N.E. Miami Gardens Drive, #407
North Miami Beach, Florida 33179

ARTICLE III. SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS

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

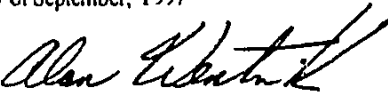
Alan Wentnick
1550 N. E. Miami Gardens Drive, #407
North Miami Beach, Florida 33179

ARTICLE V. INCORPORATOR(S)

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

Alan Wentnick
1550 N. E. Miami Gardens Drive, #407
North Miami Beach, Florida 33179

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 15th day of September, 1997



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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: Pro Guard Automotive Services, Inc.

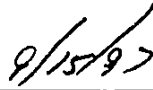
2. The name of the registered agent and office is:

Alan Wentrick
1550 N.E. Miami Gardens Drive, #407
North Miami Beach, Florida 33179

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



Date

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