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Examiner's Initials

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Other

OIVISION CF CORPORATIONS
97 OCT -7 AM 8: 51

September 30,1997

Ms. Claretha Golden Document Specialist Florida Department of State

REF: 697A00003470 AMERICA AUTO PAINT 7 BODY SHOP, INC.

Dear Ms. Golden:

On the above Corporation, please make it effective at the time of filing. The person receiving the letter did not realize that it needed to be sent back to you.

I hope there are no problems with the corporation.

Your attention is appreciated.

Siricerely,

Jacqueline Oide

305-934-4101



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

OIVISION CE CONSORATIONS

97 OCT -7 AM 8:51

January 23, 1997

AMERICA AUTO PAINT & BODY SHOP INC. 5805 DEWEY STREET HOLLYWOOD, FL. 33323

SUBJECT: AMERICA AUTO PAINT & BODY SHOP, INC Ref. Number: W97000001747

We have received your document for AMERICA AUTO PAINT & BODY SHOP, INC and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 697A00003470

DIVISION OF CORPORATIONS

97 OCT -7 AH 8: 51

ARTICLES OF INCORPORATION

OF

The undersigned hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be:

AMERICA AUTO PAINT & BODY SHOP, INC

ARTICLE II

This Corporation shall commence its perpetual existence on the date of filing.

ARTICLE III

The general purpose for which this Corporation is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue shall be as follows:

Number of Shares		
Authorized	Par Value	Class of Stock
100	\$5.00	COMMON

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE V

The street address of the initial registed office of this corporation and its initial registered agent are as follows:

ANGEL LOPEZ 1560 E. 2 Avenue Hialeah, Florida. 33010

ARTICLE VI

This corporation shall have at least one directors, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, , determine that this corporation be managed by the shareholders. The name and address of the first Director of this Corporation , who shall hold office for the first year or until his successors are duly elected and qualified, shall be:

ANGEL LOPEZ 1560 E. 2 Avenue Hialeah, Florida. 33010

ARTICLE VII

The name and address of the incorporator is:

ANGEL LOPEZ 1560 E. 2 Avenue Hialeah, FLorida. 33010

ARTICLE VIII

The private property of the shareholders shall not be subject to payment of the corporate debts to any extent whatsoever.

This corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to this corporation.

ARTICLE IX

By duly adopted action by the Board of Directors, this corporation may indemnify and/or insure any and all of its directors or officers or former directors or officers, or any person who may have served at its request as a director or officer or other corporation in which it owns shares of capital stock, or existing or hereinafter enacted, including, without limitation, the expenses actually and necessarily incured by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties or a party by reason of being or having been directors or officers, or a director or officers of this corporation, or of such other corporation, except in relation to matters as to which any such director or officer, or former director or officer or person, shall be adjudged in such action, suit or proceeeding to be liable for negligence or misconduct in the performance of his duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-Laws, agreements, votes of stockholders or directors, Chapter 607, FLORIDA STATUTES, or otherwise.

ARTICLE X

No contract or other transaction between this corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in, or is a director or officers or are directors or officers of such other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract or transaction of this corporation or in which corporation is interested. No contract, act or transaction of this corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of this corporation is a party or parties to or interested in such contract, act or transaction or in any way connected with such person or persons, firm or corporation. Each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of this corporation may vote upon any contract or other transcation between this corporation and any subsidiary or controlled company without regard to the fact that he also is a director of such subsidiary or controlled company.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the Laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this _______ day of______, 199:6

Dergel Rope

STATE OF FLORIDA)

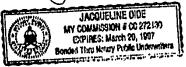
SS
COUNTY OF DADE .)

BEFORE ME, The undersigned authority, personally appeared ANGEL LOPEZ, to me known to be the person described in, and who executed the foregoing Articles of Incorporation, and he acknowledge before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named aboved this _____day of_DEC_____, 1996

MY COMMISSION EXPIRES:

STATE OF FLORIDA AT LARGE



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

AMERICA AUTO PAINT &BODY desiring, to organize under the SHOP, INC. laws of the State of FLorida with its principal office as indicated in the Articles of Incorporation, at 5805 DEWEY ST. HOLLYWOOD, FLORIDA. 33323 has named ANGEL LOPEZ as its agent to accept service of process within the State.

ACKNOWLEDGEMENT:

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

RESTDENT AGENT

DIVISION OF CORPORATIONS

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