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Carol A. Atkinson, Esquire

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97 NOV -4 PM 3:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 30, 1997

Secretay of State
Corporate Records Bureau
Division of Corportions
Department of State
P.O. Box 6327
Tallahassee, Fl 32314

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-11/04/97--01004--015
****122.50 ****122.50

RE: Action Auto Repair & Body, Inc.
Incorporation papers

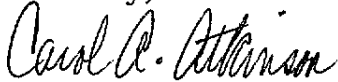
Gentlemen:

Enclosed you will find the original and one copy of Articles of Incorporation for the above-captioned corporation along with a check for \$122.50 filing fee.

Please file and return one certified copy of same to the undersigned in the enclosed envelope.

Thank you for your assistance.

Sincerely,



Carol A. Atkinson, Esquire
Attorney AT Law

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ACTION AUTO REPAIR & BODY, INC.

ARTICLE I

CORPORATE NAME

The name of the Corporation shall be Action Auto Repair & Body, Inc. located at 11760 Wiles Road, Coral Springs, Florida 33076.

ARTICLE II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity of business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue 100 COMMON SHARES. The share of stock authorized shall be no par value. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

INITIAL REGISTERED AGENT AND OFFICE OF AGENT

This Corporation's Initial Registered Agent is Michele Cordeau and her office in the State of Florida is located at 1350 RiverReach Road, Suite 307, Fort Lauderdale, Florida 33315.

ARTICLE V

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the by-laws adopted by the Stockholders. However, the Corporation shall have no less than one Director at all times.

ARTICLE VI

INITIAL DIRECTORS

The name and address of the initial Directors are as follows:
Michele Cordeau, President of the Corporation, and Member of the Board of Directors;
David Piasta, Vice President of the Corporation, and Member of the Board of Directors.
The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VII

INCORPORATOR

The name and address of each Incorporator executing these Articles of Incorporation are: Michele Cordeau and David Piasta, of 1350 RiverReach Road, Suite 307, Fort Lauderdale, Florida 33315.

ARTICLE VIII

COMMENCEMENT DATE

THE UNDERSIGNED Incorporators, for the purpose of forming a Corporation to do business within the State of Florida, does hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated herein are true.

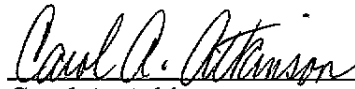

MICHELE CORDEAU


DAVID PIASTA

STATE OF FLORIDA
COUNTY OF BROWARD

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Michele Cordeau and David Piasta, the persons described as Incorporators in the foregoing Articles of Incorporation, and both personally known to me.

WITNESS my hand and official seal this 30th day of October, 1997.



Carol A. Atkinson
Notary Public



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates
MICHELE CORDEAU of 1350 RiverReach Road, Suite 307, Fort Lauderdale, Florida
33315, as Registered Agent to accept service of process within this State.

Michele Cordeau

Michele Cordeau, President

David Piasta

David Piasta, Vice President

The undersigned hereby accepts the foregoing designation as Registered Agent
for service of process within the State of Florida, and agrees to comply with the
provisions of law applicable to said designation.

Michele Cordeau

Michele Cordeau