

(SAMPLE LETTER OF TRANSMITTAL)

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS

DATE

97 NOV -6 AM 10:49
SEPTEMBER 26, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

P97000095126

Re: AUTO - PRO, Inc.
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

100002308421--2
-10/01/97-01046--015
***122.50 ***122.50

John B. Clayton
(Individual's Name)

AUTO - PRO INC.
(Name of Corporation)

MAILING ADDRESS OF CORPORATION		
200 S.W. 6 STREET		
POMPANO BEACH, FL. 33060		
PHONE		
(954)	946 0090	-
Area Code	Number	Ext.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 2, 1997

JOHN B. CLAYTON
200 S.W. 6 STREET
POMPANO BEACH, FL 33060

SUBJECT: AUTO-PRO INCORPORATED
Ref. Number: W97000022517

We have received your document for AUTO-PRO INCORPORATED 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 097A00048467



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 10, 1997

MAREK BUBAK **2ND MAILING**
1431 N.E. 43 COURT
POMPANO BEACH, FL 33064

SUBJECT: AUTO-PRO INCORPORATED
Ref. Number: W97000022517

We have received your document for AUTO-PRO INCORPORATED 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Randall Purintun
Document Specialist

Letter Number: 097A00048467

ARTICLES OF INCORPORATION

of

AUTO - PRO, ^{USA} INCORPORATED
(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

AUTO - PRO, ^{USA} INCORPORATED

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS <u>200 S.W. 6 STREET</u>		
CITY <u>POMPANO BEACH</u>	FLORIDA	ZIP <u>33060</u>
Mailing address, if different		
STREET ADDRESS <u>SAME</u>		
CITY	FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

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

NAME <u>JOHN B. CLAYTON</u>		
ADDRESS <u>200 S.W. 6 STREET</u>		
CITY <u>POMPANO BEACH</u>	FLORIDA	ZIP <u>33060</u>

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>MAREK BUBAK - PRESIDENT</u>		
ADDRESS	<u>1431 N.E. 43 COURT</u>		
CITY	STATE	ZIP	
<u>POMPANO BEACH</u>	<u>FLORIDA</u>	<u>33064</u>	
NAME	<u>WILLIE KALINSKI - VICE PRESIDENT</u>		
ADDRESS	<u>200 S.W. 6 STREET</u>		
CITY	STATE	ZIP	
<u>POMPANO BEACH</u>	<u>FLORIDA</u>	<u>33060</u>	
NAME			
ADDRESS			
CITY	STATE	ZIP	

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>MAREK BUBAK - PRESIDENT</u>		
ADDRESS	<u>1431 N.E. 43 COURT</u>		
CITY	STATE	ZIP	
<u>POMPANO BEACH</u>	<u>FLORIDA</u>	<u>33064</u>	
NAME	<u>WILLIE KALINSKI - VICE PRESIDENT</u>		
ADDRESS	<u>200 S.W. 6 STREET</u>		
CITY	STATE	ZIP	
<u>POMPANO BEACH</u>	<u>FLORIDA</u>	<u>33060</u>	
NAME			
ADDRESS			
CITY	STATE	ZIP	

The undersigned incorporator(s) have executed these Articles of Incorporation this 26

day of SEPTEMBER, 19 97.

[Handwritten signatures and notary stamps follow]

[Signature: Marek Bubak] 10-24-97
[Signature: Willie Kalinski] 10-24-97

[Notary Stamp: HENRIETTA PERIGOR, Notary Public - State of Florida, My Commission Expires Sep 2, 2001, Commission # CC674894]

[Notary Stamp: HENRIETTA PERIGOR, Notary Public - State of Florida, My Commission Expires Sep 2, 2001, Commission # CC674894]

[Handwritten: No Date]

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 NOV -6 AM 10:49

AUTO-PRO USA INCORPORATED
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 206 S.W. 6 STREET
POMPANO BEACH, FLORIDA 33060
has named JOHN B. CLAYTON

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.

John B. Clayton
(Signature)

OCT. 30 1997
(Date)