ATTORNEYS AT LAW 112 north florida avenue

RICHARD W. TAYLOR
BOARD CÉRTIFIED IN REAL PROPERTY
CHARLES L. EARLY, JR.

PRIOMAS W. COLLIER, JR.

DELAND, FLORIDA 32720

SIDNEY H. TAYLOR RETIRED

(904) 784-2559

November 4, 1997

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Secretary of State Division of Corporation P.O. Box 6327 Tallahassee, FL 32314

RE AXLE HOUSE OF WEST VOLUSIA, INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation and Acceptance of Registered Agent for AXLE HOUSE OF WEST VOLUSIA, INC. I am also enclosing a check in the amount of \$122.50 to cover the filing fee and the charges for certified copy and the designation of registered agent. I would appreciate your filing these articles and please return the certificate and the certified copy to me.

Thank you for your assistance in this matter.

Very truly yours,

Richard W. Taylor-

RWT/kbv Encls.

C:\H\CORP\FAVREAU.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF AXLE HOUSE OF WEST VOLUSIA, INC.

97 NOV -7 PN 4: SECRETARY OF STATE TALLAHASSEE, FLORE

ARTICLE I - NAME

The name of this corporation shall be AXLE HOUSE OF WESTO VOLUSIA, INC., and the address of the principal office of the corporation is 148 S. Industrial Dr., Orange City, FL 32763.

ARTICLE II - DURATION

The term of existence of this corporation shall be perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of conducting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock, each share with no par value.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation will be 112 N. Florida Ave., DeLand, FL 32720 and the name of the initial registered agent at that office is Richard W. Taylor.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the By-laws. The initial directors shall be 2 directors: JOHN M. FAVREAU, 511 S. Montgomery Ave., DeLand FL 32720 and REBECCA P. FAVREAU, 511 S. Montgomery Ave., DeLand FL 32720.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is JOHN M. FAVREAU, 511 S. Montgomery Ave., DeLand FL 32720.

ARTICLE VIII - BY-LAWS

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

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 31st day of October, 1997.

JOHN M PAMPEATT

STATE OF FLORIDA COUNTY OF VOLUSIA

BEFORE ME this day personally appeared JOHN M. FAVREAU, (__) to me known to be the person described in and who executed the foregoing instrument, or (___) who has produced driver's license for identification, and he acknowledged before me that he executed the same and (___) did (___) did not take an oath.

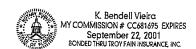
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WITNESS my hand and official seal this 31st day of October,

(SEAL)

Notary Public, State of Florida

C:\H\CORP\FAVREAU



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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:	AXLE	HOUSE	OF	WEST	VOLUSIA.
INC.											

2.	The	name	and	address	of	the	registered	agent	and	office	is:
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Richard W. Taylor
(Name)
112 No. Florida Ave.
(P.O. Box <u>not</u> acceptable)
DeLand, FL 32720
(City/State/Zip)

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.

Richard W. Taylor
Dated:

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SECRETARY OF STATE
TALL AHASSEF FLORIDA