

P97000099561

LAW OFFICES OF  
POSESS & WALSER, P.A.

7015 BERACASA WAY, SUITE 201  
(CORNER OF PALMETTO PARK & POWERLINE RDS.)  
BOCA RATON, FLORIDA 33433  
(561) 392-4100

Telecopier: (561) 392-4177  
Palm Beach: (561)-732-7700  
Broward: (954) 429-1000

REAL ESTATE DEPARTMENT  
CHARLES F. POSSESS  
DOUGLAS R. NEU  
GISELE E. ASMAR

TAX & ESTATE PLANNING DEPARTMENT  
THOMAS C. WALSER  
LL.M-Estate Planning  
CARYN J. CLAYMAN

November 12, 1997

Bureau of Corporate Records  
State of Florida  
409 East Gaines Street  
Tallahassee, Florida 32301

FILED  
97 NOV 23 AM 8 50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: Incorporation of MILITARY TRAIL AUTO CARE CENTER, INC.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation for the above referenced proposed Florida corporation.


Also enclosed is a check in the amount of \$122.50 representing payment of the following:

Filing Fee	.....	\$70.00	
Certified Copy	.....	\$30.00	
Registered Agent			900002352919--2
Designation	.....	\$22.50	-11/20/97-01059--006
			****125.00 ****125.00
Total	.....	\$122.50	

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned as soon as possible.

Thank you for your anticipated cooperation.

Very truly yours,

*Charles F. Possess*  
Charles F. Possess 

CFP/mmw  
Enclosures

9N11-24-97

ARTICLES OF INCORPORATION  
OF  
MILITARY TRAIL AUTO CARE CENTER, INC.

ARTICLE I. NAME

The name of the corporation is MILITARY TRAIL AUTO CARE CENTER, INC.

ARTICLE II. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue three hundred (300) shares of One Dollar (\$1.00) par value common stock which shall be designated as common stock.

ARTICLE IV. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 943 Clint Moore Road, Boca Raton, Florida and the name of the initial registered agent of this corporation at that address is MARTIN HEISE.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director(s) 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) director. The name and address of the initial director(s) of this corporation is:

MARTIN HEISE  
943 Clint Moore Road  
Boca Raton, FL 33487

GERALD BERSON  
943 Clint Moore Road  
Boca Raton, FL 33487

ARTICLE VII. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

MARTIN HEISE  
943 Clint Moore Road  
Boca Raton, FL 33487

FILED  
96 NOV 20 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VIII. PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation will be 943 Clint Moore Road, Boca Raton, Florida. The mailing address of the corporation shall be 943 Clint Moore Road, Boca Raton, Florida 33487.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the share holders.

ARTICLE X. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI. AMENDMENT

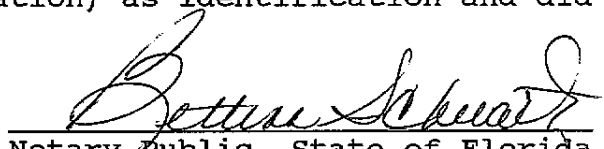
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on November 14, 1997.

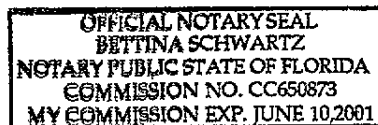
  
MARTIN HEISE

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 14th day of November, 1997 by MARTIN HEISE as Incorporator of MILITARY TRAIL AUTO CARE CENTER, INC., a Florida corporation to be formed, on behalf of the corporation. He/She is personally known to me or has produced \_\_\_\_\_ (type of identification) as identification and did not take an oath.

  
Notary Public, State of Florida  
Name: \_\_\_\_\_

My commission expires:

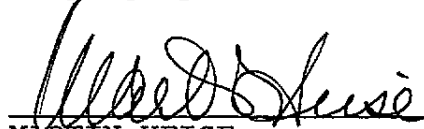


CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE NAMING AGENT WHOM  
PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following  
is submitted in compliance with this Statute:

That MILITARY TRAIL AUTO CARE CENTER, INC., desiring to  
organize under the laws of the State of Florida as indicated in the  
Articles of Incorporation, has named MARTIN HEISE located at 943  
Clint Moore Road, Boca Raton, FL 33487, as its agent to accept  
service of process within the State of Florida.

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

  
MARTIN HEISE  
Registered Agent

FILED  
97 NOV 20 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA