

**DITTMER, WOHLUST & WILKINS, P.A.**

Attorneys at Law  
230 LOOKOUT PLACE  
MAITLAND, FLORIDA 32751

ROBERT C. WILKINS, JR.

Florida Bar Board Certified in  
Wills, Trusts & Estates

POST OFFICE BOX 9410  
MAITLAND, FLORIDA 32794-1600  
TELEPHONE: (407) 535-0009  
FAX: (407) 535-1995  
EMAIL: rwilkins1@compuserve.com

February 18, 1998

Sent by Federal Express

Attorney's Title Insurance Fund, Inc.  
660 E. Jefferson Street, Suite 200  
Tallahassee, Florida 32301

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-02/25/98--01073--015  
\*\*\*\*122.50 \*\*\*\*122.50

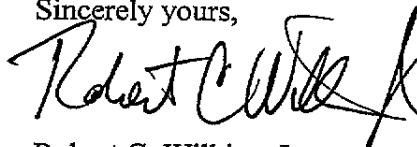
RE: Filing Articles of Incorporation  
Black Forest Tuning, Inc.

Dear Sir/Madam:

Enclosed is an original and one copy of Articles of Incorporation for Black Forest Tuning, Inc. and a check in the amount of \$122.50. Please file the original Articles of Incorporation with the Secretary of State and have the enclosed copy certified. Also enclosed is a check for your fee in the amount of \$15.00.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,



Robert C. Wilkins, Jr.

RCWJr/lj  
Enclosures



FILED  
FEB 19 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
FEB 19 AM 11:45  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION**  
**of**  
**BLACK FOREST TUNING, INC.**

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the state of Florida.

ARTICLE I - Name

The name of this corporation shall be:

BLACK FOREST TUNING, INC.

ARTICLE II - Principal Office and Mailing Address

The principal office of the corporation is located at 230 LOOKOUT PLACE, MAITLAND, FLORIDA 32751, and the mailing address of the corporation is P. O. BOX 941690, MAITLAND, FLORIDA 32794-1690.

ARTICLE III - Initial Registered Office and Agent

The name of the initial registered agent of this corporation is Robert C. Wilkins, Jr., and the street address of the initial registered office of this corporation is 230 LOOKOUT PLACE, MAITLAND, FLORIDA 32751.

ARTICLE IV - Business and Activities

This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the state of Florida.

ARTICLE V - Capital Stock

The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$ 1.00 per share.

ARTICLE VI - Effective Date and Term of Existence

The effective date upon which this corporation shall come into existence shall be the date of the filing of these Articles, and it shall exist perpetually thereafter until dissolved according to law.

FILED  
98 FEB 19 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VII - Directors

- A. The initial number of directors of this corporation shall be three.
- B. The number of directors may be either increased or diminished from time to time by the board of directors or the shareholders in accordance with the bylaws of this corporation.
- C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the board of directors at any annual or special meeting thereof. The board of directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the board of directors.
- D. Nothing in this article shall be construed to preclude the directors from serving the corporation in any other capacity and receiving compensation therefor.
- E. The names and street addresses of the initial members of the board of directors, each to hold office until the first annual meeting of the shareholders of this corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Street Address</u>
William D. Fondriest	3336 Boise Way Cooper City, Florida
Daryl W. Fondriest	6051 N.W. 153rd Street Miami Lakes, Florida 33014
Robert B. Turnage	300 Timbercove Circle Longwood, Florida 32779

F. Any director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders of this corporation, for any cause deemed sufficient by such shareholders.

G. In case one or more vacancies shall occur in the board of directors by reason of death, resignation or otherwise, the vacancies shall be filled by the shareholders of this corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining directors until the shareholders have acted to fill the vacancy.

## ARTICLE VIII - Incorporator

The name and street address of the incorporator signing these articles is:

Name

Street Address

Robert C. Wilkins, Jr.

230 Lookout Place  
Maitland, Florida 32751

ARTICLE IX - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the bylaws of this corporation.

ARTICLE X - Amendment to Articles

These articles of incorporation may be amended in the manner provided by law. Every amendment which requires shareholder approval shall be approved by the board of directors, proposed by them to the shareholders as required by law, and approved at a shareholders' meeting by the holders of a majority of the stock issued, outstanding and entitled to be voted, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment to these articles of incorporation be made.

ARTICLE XI - Bylaws

The power to adopt, alter, amend or repeal bylaws of this corporation shall be vested in the shareholders or the board of directors of this corporation; provided, however, that any bylaws adopted by the directors which are inconsistent with any bylaws adopted by the shareholders shall be void, and the directors may not alter, amend or repeal any bylaws adopted by the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 18<sup>th</sup> day of February, 1998.

  
ROBERT C. WILKINS, JR.

STATE OF FLORIDA  
COUNTY OF ORANGE

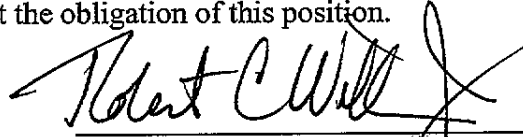
The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of February, 1998, by ROBERT C. WILKINS, JR., who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath.

  
NOTARY PUBLIC

NOTARY PUBLIC - STATE OF FLORIDA  
LINDA D. LINNEKUGEL  
COMMISSION # CC645136  
EXPIRES 5/31/2001  
BONDED THRU ASA 1-888-NOTARY1

ACCEPTANCE BY REGISTERED AGENT

I hereby accept appointment as registered agent of BLACK FOREST TUNING, INC., and state that I am familiar with, and accept the obligation of this position.

  
\_\_\_\_\_  
ROBERT C. WILKINS, JR.

FILED  
98 FEB 19 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA