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| CORPORATION I | NAME(S) & DOCUMENT NUN | MBER(S), (if know | n): | |
| 2(Corpo | oration Name) (D | Salar wit 1.7 | | |
| Profit NonProfit Limited Liability Domestication Other OTHER FILINGS Annual Report Fictitious Name Name Reservation GAVE AUTHURIZATION BY PHONE TO CORRECT Name - acad Co | Amendment Resignation of R.A., Officer/ Direct Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other | | TALLAHASSEE, FLORIDA | 98 APR 13 AM 8: 42 |
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B. BROCK APR 1 4 1998



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 2, 1998

BRIAN TAYLOR 1255 BELLE AVE. #179 WINTER SPRINGS, FL 32708

SUBJECT: TAYLOR AUTOMOTIVE INC.

Ref. Number: W98000007329

We have received your document for TAYLOR AUTOMOTIVE INC. 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.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6925.

Barbara Brock Document Specialist

Letter Number: 798A00017595

We Have Changed the above Named besiness to Taylor Actomotive of Cratual Florida Enclosed are the New Cotichs of Incorporation - Place phone at (407) 699-9755 It there ove and problems Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314 Thank low

$\frac{\textbf{ARTICLES OF INCORPORATION}}{\textbf{FOR}}$ $\frac{\textbf{FOR}}{\textbf{TAYLOR AUTOMOTIVE OF CENTRAL FLORIDA}} \text{ , inc.}$

The undersigned hereby makes and subscribes these Articles of Incorporation intending to form a corporation under the provisions of Chapter 607, Florida Statues.

ARTICLE Í

The name of the corporation will be Taylor Automotive of Central Florida, INC.

ARTICLE II

The corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by Chapter 607, Florida Statutes, as presently in effect and as it may be amended from time to time in the future.

ARTICLE III

The capital stock of the corporation will consist of 1,000 shares of common stock, par value of \$1.00 per share.

ARTICLE IV

The corporation will begin with capital of not less than \$100.00

ARTICLE V

The corporation is to have perpetual existence, beginning in accordance with law.

ARTICLE VI

The initial street address in Florida of the principal office of the corporation will be 1255 Belle Ave., #179, Winter Springs, Florida, 32708.

ARTICLE VII

The number of directors will be not less than one, the number to actually serve from time to time to be determined by the directors elected by the stockholders.

ARTICLE VIII

The names and addresses of the members of the first board of Directors and Officers who will hold office as provided by law are as follows:

Name
Brian Taylor
President/Vice President/
Secretary/Treasurer

Address 1255 Belle Ave., #179 Winter Springs, Florida 32708

ARTICLE IX

The name and street address of the person signing these Articles of Incorporation as subscriber is Brian Taylor, 1255 Belle Ave., #179, Winter Springs, Florida, 32708.

ARTICLE X

The following provisions are inserted for the regulation of the business and for the conduct of the affairs of the corporation.

- (A) No holder of stock of the Corporation of any class shall have any preferential, preemptive, or other right to subscribe for or to purchase from the Corporation any stock of the Corporation of any class whether or not now authorized, or to purchase any bonds, certificates of indebtedness, debentures, notes, obligations, or other securities, which the Corporation may at any time issue, whether or not the same shall be convertible into stock of the Corporation of any class or shall entitle the owner or holder to purchase stock of the Corporation of any class.
- (B) No contract or other transaction between the Corporation and any other corporation, in the absence of fraud, shall be effected or invalidated by the fact that any one or more of the Directors of the Corporation is or are interested in, or is a Director or Officer or are director or directors, individually or jointly may be a party or parties to, or may be interested in any contract or transaction of the Corporation, or in which the Corporation is interested, and no contract, act or transaction, in absence of fraud, shall be affected or invalidated by the fact that any director or directors of the Corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or person, or firm or corporation, and each and every person who may become a Director of the Corporation is hereby relieved from any liability which might otherwise exist from his contraction with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in anyway interested.

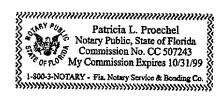
Any Director of the corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled corporation without regard to the fact that he is also a Director of each subsidiary or controlled corporation.

- (C) The corporation may restrict the transfer of it's share in any manner consistent with law and holders of shares of stock of this corporation may include in agreements among themselves, limitations upon the transfer or assignment of the shares of stock of this corporation, and this corporation may become a party to said agreements.
- (D) This corporation reserves the right to amend, alter, change or repeal any provisions contained in these articles of Incorporation in the same manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein granted are subject to this reservation.

| STATE OF FLORIDA: |
|---|
| COUNTY OF ORANGE: |
| |
| I hereby certify that on this day, before me, a Notary Public duly authorized to take |
| acknowledgements, personally appeared from M from known to be the |
| person described in and who executed the forgoing Articles of Incorporation of |
| |
| WITNESS my hand and official seal of the County and State names above this day |
| of $Apr.$ 1998. |

My commission expires:

NOTARY PUBLIC: STATE OF FLORIDA;



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

Pursuant to Chapter 48.091 Florida Statutes, the following is submitted in compliance with said act.

That Taylor Automotive of Central Florida desiring to organize under the laws of the State of Florida, with it's principal office as indicated in the Articles of Incorporation at City of Winter Springs, of County of Seminole, State of Florida, has named

BRIAN TAYLOR , as agent to accept service or process within this state.

ACKNOWLEDGEMENTS:

Having been named to accept service of process to the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision as said Act to keeping open said office.

RESIDENT AGENT

Brian Taylor

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