

P98000034696

LAW OFFICE
JOSEPH M. BALOCCO, P. A.
1323 SE Third Avenue
Fort Lauderdale, Florida 33316

JOSEPH M. BALOCCO
THOMAS T. COON, JR.

Telephone: (954) 764-0005
Facsimile: (954) 764-1478

April 13, 1998

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

300002489289-0
-04/15/98-01038-014
****122.50 ****122.50

RE: EPC AUTOMOTIVE, INC.

To Whom It May Concern:

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

If same meets with your approval, I would ask that you please file the original, endorse the copy, certify it and return in the self-addressed, stamped envelope provided.

Our check in the sum of \$122.50 is enclosed to cover the various filing fees.

Thank you very much for your continued courtesies and cooperation.

Sincerely yours,


THOMAS T. COON, JR.
Enclosures

FILED
98 APR 15 AM 10:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA



4

**ARTICLES OF INCORPORATION
OF
EPC AUTOMOTIVE, INC.**

FILED

98 APR 15 AM 10: 08

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is: EPC AUTOMOTIVE, INC. The principal address of the corporation is 6260 FALLS CIRCLE DRIVE, APARTMENT 202, LAUDERHILL, FLORIDA 33319.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of this Articles with the Department of State.

ARTICLE III - PURPOSE

The corporation may conduct any lawful business for which a corporation may exist under Chapter 607 of the Florida Statutes.

ARTICLE IV - STOCK

This corporation is authorized to issue 100 shares of NO par value common stock which shall be designated "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 6260 FALLS CIRCLE DRIVE, APARTMENT 202, LAUDERHILL, FLORIDA 33319, and the name of the initial registered agent of this corporation at that address is: ED COX.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (2) Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The name(s) and address(es) of the initial Board of Directors of this Corporation is (are):

NAME:	ADDRESS:
ED COX	6260 FALLS CIRCLE DRIVE LAUDERHILL, FLORIDA 33319
PATRICIA COX	6260 FALLS CIRCLE DRIVE LAUDERHILL, FLORIDA 33319

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME:

ADDRESS:

ED COX

6260 FALLS CIRCLE DRIVE
LAUDERHILL, FLORIDA 33319

PATRICIA COX

6260 FALLS CIRCLE DRIVE
LAUDERHILL, FLORIDA 33319

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of APRIL, 1998.



SUBSCRIBER



SUBSCRIBER

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ED COX and PATRICIA COX known to me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation or who produced valid Florida Driver Licenses as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 10th day of April, 1998.



NOTARY PUBLIC

My Commission Expires:



BUFFIE M. RAMOS
COMMISSION # CC 649233
EXPIRES JUL 12, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

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

In compliance with section 48.091, Florida statutes, the following is submitted:

First--That EPC AUTOMOTIVE, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 6260 FALLS CIRCLE DRIVE, APARTMENT 202, City of LAUDERHILL, State of FLORIDA, 33319, has named ED COX, located at 6260 FALLS CIRCLE DRIVE, City of LAUDERHILL, State of FLORIDA, 33319, as its agent to accept service of process within Florida.

SIGNATURE _____

ED COX

TITLE _____

PRESIDENT

DATE _____

4-10-98

Second--Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

SIGNATURE _____

ED COX

DATE _____

4-10-98

FILED
98 APR 15 AM 10:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA