

ACCOUNTING OFFICE OF  
*Robert C. Cohen, P.A.*

301 S. Milwee Street  
Longwood, FL 32750

Telephone (407) 260-1144  
Telefax (407) 331-3431

June 4, 1998

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

900002551019--0  
-06/08/98--01062--018  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Automotive Color Specialists, Inc.

Dear Sir:

Enclosed please find the Articles of Incorporation of Automotive Color Specialists, Inc. and a check in the amount of \$122.50 for the fees which include a certified copy.

Thank you for your assistance.

Sincerely,



Robert C. Cohen

Enclosures

FILED  
98 JUN -8 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION  
OF  
AUTOMOTIVE COLOR SPECIALISTS, INC.

FILED  
98 JUN -8 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is AUTOMOTIVE COLOR SPECIALISTS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing upon filing with the Secretary of State.

ARTICLE III - INITIAL MAILING ADDRESS

The initial mailing address of the corporation shall be 301 S. Milwee St. Longwood, Florida 32750. This address may be changed and a principal office established and/or relocated without amending these Articles of Incorporation.

ARTICLE IV - PURPOSE

This corporation is organized for the purposes of conducting any and all lawful business transactions in Florida, the United States and throughout the world.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of voting Common Stock having a Par Value of \$1 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 301 S. Milwee Street, Longwood, Florida 32750, and the name of the initial Registered Agent of this corporation is Robert C. Cohen.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The name of the initial director of this corporation is: Errol B. Resnick, 301 S. Milwee St., Longwood, Florida 32750.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is Robert C. Cohen, 301 S. Milwee Street, Longwood, Florida 32750.

Articles of Incorporation of Automotive Color Specialists, Inc.

ARTICLE IX - INDEMNIFICATION

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

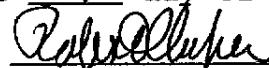
ARTICLE X - PREEMPTIVE RIGHTS

The shareholders of this corporation shall be, and are hereby vested with, preemptive rights as to their shareholdings in this corporation.

ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended at any time as provided for in the Bylaws as long as any amendments are approved by the holders of a majority of the voting Common Stock of the corporation, with each shareholder entitled to one vote per share held.

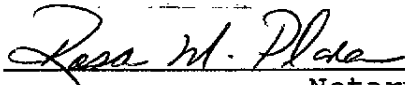
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4 day of JUNE, 1998



Robert C. Cohen  
301 S. Milwee Street  
Longwood, Florida 32750

STATE OF FLORIDA  
COUNTY OF SEMINOLE

The foregoing Articles of Incorporation were acknowledged before me this 4th day of June 1998 by Robert C. Cohen, who is personally known to me and who did (not) take an oath.




\_\_\_\_\_, Notary Public  
My Commission Expires: 3/3/02



ACCEPTED BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the Registered Agent of Automotive Color Specialists, Inc., hereby accepts such appointment this \_\_\_\_ day of \_\_\_\_\_ and states that he is familiar with, and accepts the obligations provided for in Section 607.0505, Florida Statutes.

  
Robert C. Cohen

FILED  
1998 JUN -8 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA