

P98000055777

June 16, 1998

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

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-06/22/98--01027--003
*****78.75 *****78.75

SUBJECT: Quality 1st Auto Upholstery, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation for Quality 1st Auto Upholstery, Inc. and a check for \$78.75 for Filing Fee & Certificate.

FROM: Kevin J. Luescher
6917 Amberjack Ln.
Hudson, FL 34652

Any questions regarding this corporation may be directed to Kevin J. Luescher at
(813) 819-0443.

FILED
98 JUN 22 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Kevin GAVE
AUTHORIZATION BY PHONE TO
CORRECT amt 346.
DATE 6/23/98
DOC. EXAM. T.A.

TA-6/23/98

ARTICLES OF INCORPORATION

of

Quality 1st Auto Upholstery, Inc.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on Corporations pursuant to the provisions thereof, and do hereby make, subscribe, certify and acknowledge and file these Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the Corporation shall be: Quality 1st Auto Upholstery, Inc.

ARTICLE II - PERIOD OF EXISTENCE

The period during which the Corporation shall continue is perpetual.

ARTICLE III - REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is 6917 Amberjack Ln, Hudson, FL 34652 and the name of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is Kevin J. Luescher. The Principal office shall be the same as the Registered office.

ARTICLE IV - PURPOSE

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the Florida Business Corporation Act.

ARTICLE V - SHARES

The total authorized Common Stock of the Corporation is 100 shares having a Par Value of NONE. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

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ARTICLE VI - DIRECTORS

The Corporation shall be authorized to conduct business with One (1) or more directors; the beginning number of directors shall be three in number, which number may be changed at any special or general meeting of the stockholders. The name and address of the first board of directors is;

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES ISSUED</u>
Dennis A. Reid	10928 Hedges St. New Port Richey, FL 34654	50shares
John D. McCormic	13420 Carol Dr. Hudson, FL 34667	48shares
Kevin J. Luescher	16137 Bradenton St. Brooksville, FL 34609	2shares

ARTICLE VII - INCORPORATOR(S)

The name and address of the incorporator to these articles is:

Kevin J. Luescher
16137 Bradenton St.
Brooksville, FL 34609

ARTICLE VIII - EXECUTIVE COMMITTEE-OFFICERS

The affairs of this Corporation shall be managed by an executive committee composed of the officers elected by the Board of Directors at its annual meeting.
The names of the officers who shall serve until the next election are:

President	Dennis A. Reid
Vice-President	John D. McCormic
Treasurer/Secretary	Kevin J. Luescher

ARTICLE IX - INDEMNITY

Directors of the Corporation shall not be liable to either the Corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a directors duty of loyalty to the Corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The undersigned incorporator has executed these Articles of Incorporation this

19 day of June, 1998.



Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE
STATE OF FLORIDA.

1. The name of the corporation is: Quality 1st Auto Upholstery, Inc.
2. The name and address of the registered agent and office is:

Kevin J. Luescher
6917 Amberjack Ln.
Hudson, FL 34652

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Having been named as registered agent and to accept service of process for the above stated corporation the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature

6/19-98

Date