

P98000079421

8/20/98

State Of Florida
Division Of Corp.
409 E Gains Street
Tall, Fl. 32399

RE: ~~All-Pro~~ Detailers, Inc

600002634416-2
-09/08/98-01148-005
****122.00 ****122.00

To Whom It May Concern,

Please Return Certified copy of our corporate documents
and a certificate of status in the enclosed envelope.

Thanks in advance

James Goodwin Jr.
12245 Royal Palm Blvd
Coral Springs, FL 33062

FILED
98 SEP - 8 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmp
9/14/98

FILED

98 SEP -8 AM 10:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLES OF INCORPORATION
of

ALL PRO DETAILERS, INC

The undersigned subscriber(s) to these Articles of incorporation, Natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: ALL PRO DETAILERS INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation has one class of stock. Common. The common stock holder is entitled to one vote per share of common stock. There shall be no cumulative voting.

The corporation is authorized to issue ONE HUNDRED shares (100) of ONE Dollar(s) (\$ 1.00) par value Common Stock.

ARTICLE IV-A - CAPITAL STOCK

Any shareholder wishing to sell his/her stock must offer the stock to the current shareholders at a reasonable fair market rate and the offer must be refused prior to offering the stock to any outside party.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The Principal office, if known, or mailing address of the corporation is:

Name: ALL PRO DETAILERS INC
address: 12245 ROYAL PALM BLVD
City: CORAL SPRINGS, FLORIDA Zip: 33065

The name and street address of the Initial Registered Agent of this Corporation is:

Name: JAMES GOODWIN, JR.
Address: 12245 ROYAL PALM BLVD
City: CORAL SPRINGS FLORIDA Zip: 33065

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the BY-Laws, but shall never be less than one (1). The names and address of the initial director(s) of the corporation are as follows:

Name: JAMES GOODWIN, JR.
Address: 12245 ROYAL PALM BLVD.
City: CORAL SPRINGS Florida Zip: 33065

Name:
Address:
City: Florida Zip:

Name:
Address:
City: Florida Zip:

Name:
Address:
City: Florida Zip:

ARTICLE VII - INCORPORATORS

The name and address of the incorporator of these Articles of Incorporation is JAMES GOODWIN, JR., 12245 ROYAL PALM BLVD. CORAL SPRINGS, FL. 33065.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any former officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE X - FILING STATUS

The corporation shall file as a Sub Chapter S Corporation for federal tax purposes. This status may be changed if a majority vote is gained by the board of directors.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendments thereto.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 3 day of September 1998.

James E. Goodwin

STATE OF FLORIDA)

COUNTY OF Broward)

SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

James Goodwin

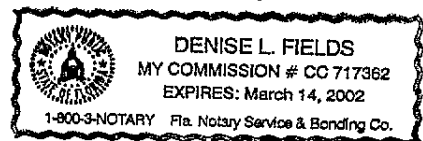
known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 3 day of September 1998.

(notary seal)

Denise L. Fields
(Notary Public, State of Florida at Large)

My commission Expires:



CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

FILED

OF

98 SEP -8 AM 10:08

ALL PRO DETAILER, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Law Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 12245 ROYAL PALM BLVD

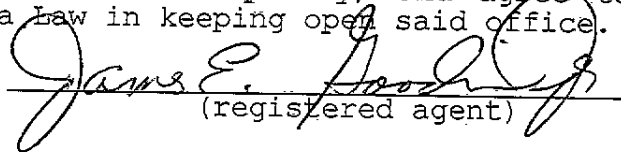
CORAL SPRINGS, FL. 33065

has named JAMES GOODWIN, JR.

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(registered agent)