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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 30 AM 10:20

SECRETARY OF STATE
Department of Corporations
Tallahassee, Florida

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-09/30/98--01036--002
***122.50 ***122.50

Enclosed \$122.50 for Filing
Fees of the Articles of
Incorporation

Please Record The Above
Mentioned and Return To

Emanuel S. Plamer Ph.D.
P. O. Box 17283
Plantation, Florida 33318

Telephone: (954) 321-0049

Dr. Palmer GAVE
AUTHORIZATION BY PHONE TO
CORRECT art IV
DATE 10-1-98
DOC. EXAM BR

F. CHESSEY OCT 1 1998

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CERTIFICATE OF INCORPORATION

OF

Francis and Albert Auto Electric Corporation

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associated themselves together to form a corporation for profit, under the general laws of the State of Florida.

ARTICLE I. NAME

FRANCIS AND ALBERT AUTO ELECTRIC CORPORATION

ARTICLE II: NATURE OF BUSINESS

The general nature of the business and the objectives and purposes proposed to be transacted and carried on, are to do any and all of the things hereinafter mentioned, as fully as to the same extent that natural persons might, or could do namely:

1. To repair alternators, for automobiles and to install them in automobile machines.
2. To repair automobile starters and install them.
3. To repair automobile air conditioners.
4. To borrow money and to make and issue notes, bond, debentures, obligations and evidence of indebtedness of all kinds, whether secured by a mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise and generally to make and perform agreements and contracts of any kind and description.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred shares of common stock, with voting power with a par value of Ten Dollars (\$10.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV. CAPITAL

The amount of capital with which this corporation will begin business is cash, merchandise, real estate, machinery or services, as may be determined by the Board of Directors.

ARTICLE V. TERMS OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of the corporation in the State of Florida is as follows:

712 NW 27th Avenue, Ft. Lauderdale, FL 33311

and shall have Branch Offices throughout the U.S.A.

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have two (2) directors, initially. The number of directors may be increased or decreased from time to time, by by-laws adopted by the stockholders, but shall never be less than two (2).

ARTICLE VIII. INITIAL OFFICERS AND DIRECTORS

The names and post office addresses of the members of the first Board of Directors, the President and the Vice President, are as follows:

<u>OFFICERS</u>	<u>NAME</u>	<u>ADDRESS</u>
Director & President	Francis Graham	2341 Sabel Palm Dr. Miramar, FL 33023
Director & Senior Vice President	Albert Hourie	2801 N.W. 28 Terr. Lauderdale Lakes, Florida 33311

ARTICLE IX. SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of consideration therefore are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>	<u>VALUE</u>
Francis Graham	2341 Sabel Palm Dr. Miramar, FL 33023	52%	
Albert Hourie	2801 N.W. 38th Terr. Lauderdale Lakes, Florida 33311	48%	

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders ' meeting by a majority of the stock entitled to the vote thereon.

Francis Graham

Francis Graham

Albert Hourie

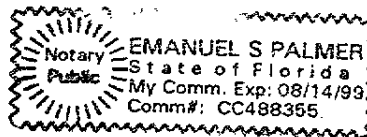
Albert Hourie

SWORN TO and subscribed before me this 29 day of 9 19 98

Emanuel S. Palmer

Notary Public
State of Florida

My commission expires:



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

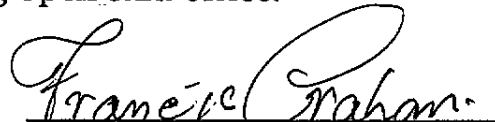
CERTIFICATE OF REGISTERED AGENT
OF EVERTON AND JEANETTE FLOOR CARE CORPORATION

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Pursuant to Florida Statutes 48.091 and 697.0334, 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 9480 West Elm Lane, Miramar, Florida 33025, has named Everton Whittaker, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept services of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law keeping open said office.



Francis Graham
Registered Agent