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WANDA D. CASEY, CLA

16111 Gardendale Drive

Tampa, Florida 33624

(813) 968-2082 PHONE

July 13, 1999

TRANSMITTED VIA EXPRESS SERVICE

Ms. Kathy Hyman

Secretary of State

Division of Corporations

Post Office Box 6327

Tallahassee, Florida 32314

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RE: Filing of New Corporation:

For Profit Entity

PRO SHINE AUTO DETAILING & WINDOW TINTING, INC.

Hi Kathy:

Please file the articles of incorporation, on the above referenced entity.

Enclosed please find the original and one (1) copy of the Articles of Incorporation referencing the new entity mentioned above. Additionally, an one of my drafts to cover the cost associated with filing the articles and a certificate of incorporation on it.

As the preparer, please forward all inquiries as well as the final document to my attention.

Thank you for your kind attention to this matter.

Sincerely,



WANDA D. CASEY

WDC/pac

Cc: Client

Enclosures

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ARTICLES OF INCORPORATION
OF
PRO SHINE AUTO DETAILING & WINDOW TINTING, INC.

ARTICLE ONE - NAME

The name of this for profit corporation is: Pro Shine Auto Detailing & Window Tinting, Inc.,

ARTICLE TWO - DURATION

This for profit corporation shall have perpetual existence.

ARTICLE THREE - (FOR PROFIT ENTITY)

This for profit entity may sell, maintain and distribute shares.

ARTICLE FOUR - PURPOSE

The purpose for which this is organized shall be to engage in any lawful act or activity for which corporations may be organized under Florida Business Corporation Act to be transacted, promoted or carried on are:

Activities are not limited to but include, any and all attendant services thereto:

To purchase, receive by way of gift, subscribe for, invest in, and all other ways acquire, invest lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, operate, exercise, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign, and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, produce, market, and in all other ways (whether like or unlike the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible and intangible, wherever situated and however held, including but not limited to, money, credits, chooses in action, securities, stocks, bonds, warrants, scripts, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property (improved and unimproved), and the products and

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avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas, and water rights, all or any part of any going business and its incidents, franchises, subsidiaries, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof:

To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others:

To promote or aid in any manner, financially or otherwise, any person, firm, association or proporation, and to guarantee contracts and other obligations;

To let concessions to other to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any Government or authority of subdivision or agency thereof:

In general, to engage in any other activity or to carry on any other business in connection with the foregoing within the purposes for which corporations may be organized under the State of Florida General Corporation Act, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the power of the corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in no wise limited or restricted by any term or provision or any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object, expresses, and the enumeration as to specific powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

ARTICLE FIVE - CAPITALIZATION

The aggregate number of shares of stock which the corporation shall have the authority to issue shall be (1,000,000.) shares of common stock, at a par value of one dollar (\$1.00) per share. At any time and from time to time when authorized by resolution of the Board of Directors and without any action by the stockholders, the

corporation may issue or sell any share of its capitol stock, whether out of the un-issued shares thereof authorized by the Articles of Incorporation of the Corporation as originally filed or by any amendment thereof.

The corporation may receive in payment, in whole or in part, for any shares or leases thereof, and in the absence of actual fraud in the transaction, the judgment of the directors of the corporation as to the value of the labor, property, real estate, or lease thereof so received, shall be conclusive.

ARTICLE SIX - PRE-EMPTIVE RIGHTS

When the Board of Directors so determine, the increased stock provided for by these Articles of Incorporation, and any further increase of the same, or any portion thereof, shall first be offered, at a price determined by the Board of Directors, pro rata to the stockholders of record who may desire to subscribe for such stock.

ARTICLE SEVEN - "S" CHAPTER CORPORATION

The corporation is authorized to issue one class of stock, and all issued stock shall be held of record by not more than (35) persons. Stock shall be issued and transferable.

ARTICLE EIGHT - "S" TRANSFER OF STOCK

Shares in the corporation may be transferred to the corporation, to other stockholders of record in the corporation, or to third persons, but any sale or transfer to a third person must be approved in advance by the Board of Directors.

ARTICLE NINE - NON-ASSESSIBILITY OF STOCK

The holders of stock of this corporation shall not be held individually responsible as such for any debts, contracts, liabilities, or engagement of the corporation, and shall not be liable for assessments to restore impairments in the capital of the corporation; nor shall stock of this corporation be liable to assessment for any purpose.

ARTICLE TEN - BOARD OF DIRECTORS

The business of the corporation shall be managed and conducted by a board of not less than one (1) and not more than five (5) directors. The Board of Directors shall be elected in the manner set forth in the Bylaws. In addition to the powers and authority granted to the directors in these Articles of Incorporation, and in addition to the powers and authority expressly conferred on

them by statute, the Board of Directors of the corporation shall have such additional powers and authority, not inconsistent with law, as may be set forth in the bylaws.

ARTICLE ELEVEN - AMENDMENT

The corporation reserves the right to amend, add to, or repeal any provision contained in these Articles of Incorporation, in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

ARTICLE TWLEVE - OFFICERS/DIRECTORS

The number of directors constituting the initial Board of Directors is four (4), and the names and addresses of these persons whom are to serve as the initial directors and officers are:

<u>Position</u>	<u>Name</u>	<u>Address</u>
PRESIDENT	DIANE BELL	2205 North 22 nd St., Tampa, FL
V. PRES.	REGINALD BELL	2205 North 22 ND ST., Tampa, FL
SECY.	TAMIKIA MILLER	2205 North 22 nd St., Tampa, FL
TREAS.	DIANE BELL	2205 North 22 nd St., Tampa, FL

ARTICLE THIRTEEN - INCORPORATOR

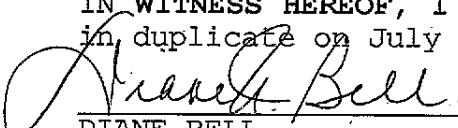
The name and mailing address of the incorporator is:

DIANE BELL, MAILING ADDRESS: C/O CASEY PARALEGAL SERVICES, Post Office Box 310661, Tampa, Florida 33680-0661.

ARTICLE FOURTEEN - REGISTERED OFFICE AND REGISTERED AGENT

The address of the corporation's registered agent is: Wanda D. Casey, Golf Club Estates, 16111 Gardendale Drive, Tampa, Florida 33624, and the name of the corporation's registered agent at such address is Wanda D. Casey. The mailing address is: CASEY PARALEGAL SERVICES, Post Office Box 310661, Tampa, Florida 33680-0661.

IN WITNESS HEREOF, I HAVE EXECUTED THESE Articles of Incorporation in duplicate on July 10, 1999.


DIANE BELL


WITNESS

I hereby affix my signature below as Incorporator of
PRO SHINE AUTO DETAILING & WINDOW TINTING, INC.

DIANE N. BELL

CERTIFICATE

That PRO SHINE AUTO DETAILING & WINDOW TINTING, INC., desiring to organize under the laws of the State of Florida, with its principal office at: 2205 North 22nd Street, Tampa, Florida, City of Tampa, County of Hillsborough, State of Florida, has named Wanda D. Casey, as its registered agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named Corporation at the place designated in this Certificate the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping designated office open.

Wanda D. Casey
WANDA D. CASEY

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: PRO SHINE AUTO DETAILING & WINDOW TINTING, INC.
2. The name and address of the registered agent and office

WANDA D. CASEY
C/O CASEY'S
16111 Gardendale Dr.
TAMPA, FLORIDA 33624
(813) 404-5515

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Having been named as registered agent and to accept service of process for the above stated corporation at 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.

Wanda D. Casey
WANDA D. CASEY

July 10, 1999
(Date)