

LAW OFFICES  
RAYMOND M. MASCIARELLA II, P.A.  
ATTORNEY AND COUNSELOR AT LAW

RAYMOND M. MASCIARELLA II

August 2, 1999

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FILED  
99 AUG -3 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE

SUMMIT BUILDING, SUITE 340  
840 US HIGHWAY ONE  
NORTH PALM BEACH  
FLORIDA 33408

(561) 627-4448  
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Secretary of State  
Department of State  
Corporate Division  
409 E. Gaines Street  
Tallahassee, FL 32301

800002948843--0  
-08/03/99-01052--020  
\*\*\*122.50 \*\*\*\*\*78.75

RE: Wipers & Accessories, Inc.

Dear Sir:

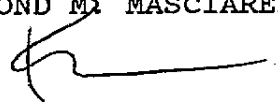
Please find enclosed one original and one copy of our Articles of Incorporation for the above company. Please file the original in your office and return to us one Certified Copy.

We are enclosing our check in the amount of \$122.50 covering the following:

\$35.00 Filing fees  
\$35.00 Certificate Designating Registered Agent  
\$52.50 Certified Copy

Yours very truly,

RAYMOND M. MASCIARELLA II, PA



Raymond M. Masciarella II, Esquire

RMM:ph  
Enclosures

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**  
**OF**  
**WIPERS & ACCESSORIES, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE I**  
**NAME**

The name of this corporation is Wipers & Accessories, Inc.

**ARTICLE II**  
**DURATION**

This corporation shall have perpetual existence, commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE III**  
**PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE IV**  
**CAPITAL STOCK**

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

**ARTICLE V**  
**PREEMPTIVE RIGHTS**

Every shareholder upon sale for cash of any new stock of this

corporation, shall have the right to purchase his or her pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

#### **ARTICLE VI**

##### **INITIAL REGISTERED AGENT AND OFFICE**

The street address of the initial registered principal office of this corporation is 5440 North Ocean Drive, P106, Singer Island, Florida 33404, and the name of the initial registered agent of this corporation is Elizabeth Barasch.

#### **ARTICLE VII**

##### **INITIAL BOARD OF DIRECTORS**

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-laws. However, there shall never be less than one director or more than five. The name and address of the initial Board of Directors of this corporation are:

1. Elizabeth Barasch  
5440 North Ocean Drive, P106  
Singer Island, Florida 33404

#### **ARTICLE VIII**

##### **INCORPORATOR**

The name and address of the incorporator signing these articles is Elizabeth Barasch, 5440 North Ocean Drive, P106, Singer Island, Florida 33404.

ARTICLE IX

INDEMNIFICATION

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

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by a majority vote of the shareholders.

IN WITNESS WHEREOF the undersigned Incorporator has executed these Articles of Incorporation on this 2<sup>nd</sup> day of August, 1999.

Elizabeth Barasch  
ELIZABETH BARASCH

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ELIZABETH BARASCH, who is personally known to me or has produced personally known as identification, the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and official seal in the State and County above, this 2<sup>nd</sup> day of August, 1999.



Patty Jean Horner  
Notary Public  
My Commission Expires:

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


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In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that Elizabeth Barasch desiring to organize Wipers & Accessories, Inc. and qualify under the laws of the State of Florida, with its principal place of business located at 5440 North Ocean Drive, P106, Singer Island, Florida 33404, has named Elizabeth Barasch, as its agent to accept service of process within Florida.

Dated:

  
Elizabeth Barasch, President

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
Elizabeth Barasch, Registered Agent