

P99000106681

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

SUBJECT: AUTO SPA OF BREVARD, INC.
(proposed corporate name - must include suffix)

EFFECTIVE DATE
12-6-99

700003064287--3
-12/08/99--01043--003
*****78.75 *****78.75

Enclosed is an original and (1) copy of the Articles of Incorporation and a check for:

\$70.00 Filing Fee & Certificate
 \$78.75 Filing Fee & Certificate

\$122.50 Filing Fee & Certified Copy
 \$131.25 Filing Fee & Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

FROM: ACTION ACCOUNTING, INC.
635 BREVARD AVE. (COCOA VILLAGE)
COCOA, FLORIDA 32922-7807
(407) 638-4744
FAX (407) 638-2449

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 DEC -8 PM 2:17

FILED

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF ARTICLES

A. Howell DEC 9 1999

FILED

1999 DEC -8 PM 2:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
12-18-99

ARTICLES OF INCORPORATION
OF
AUTO SPA OF BREVARD, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation shall be:

AUTO SPA OF BREVARD, INC.

and shall perform all business under the name of:

AUTO SPA OF BREVARD, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

420 N. COCOA BLVD.
COCOA, FL. 32922

ARTICLE III. SHARES

This corporation is authorized to issue 1000 shares of common stock with a par value of \$.10, which shall be designated "common shares".

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of transacting any and/or all lawful business.

ARTICLE V. DURATION

This corporation shall commence DECEMBER 6, 1999 and shall have perpetual existence.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. INDEMNIFICATION

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

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have 4 directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

PRESIDENT	VICE PRESIDENT
DAVID I. BRUCE, SR	TAMMY L. BRUCE
4032 PINYON DR.	4032 PINYON DR.
COCOA, FL. 32926	COCOA, FL. 32926
SECRETARY	TREASURER
J. DENNIS GILES, SR.	LINDA T. GILES
2533 MEADOW LANE	2533 MEADOW LANE
COCOA, FL. 32926	COCOA, FL. 32926

ARTICLE IX. SALE OF SHAREHOLDERS STOCK

If any shareholder desires to sell his/her corporate stock, they must first offer it for sale back to the corporation, and second to the existing remaining shareholders, at the initial price paid by the selling shareholder, for the stock. If after a period of 30 days, neither the corporation, nor the existing shareholders pick up their option to purchase this stock, then said shareholder may offer his/her stock for sale to the highest bidder.

ARTICLE X. INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

J. DENNIS GILES, SR.
2533 MEADOW LANE
COCOA, FL. 32926

ARTICLE XI. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned incorporator(s)
has (have) executed these Articles of Incorporation on this 17
day of NOVEMBER, 1999.



Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an
incorporator does not constitute the designation of officers:


STATE OF FLORIDA COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary
Public duly authorized in the State and County named above to
take acknowledgements, personally appeared J. DENNIS GILES,
known to be the person described as subscriber in and who
executed the foregoing Articles of Incorporation; and who
acknowledged before me that he/she/they subscribed to those
Articles of Incorporation.

WITNESS my hand and official seal in the County and
State named above this 17 day of NOVEMBER, 1999.



Notary Public

 Margaret K. Britton
My Commission CC750325
Expires June 11, 2002

seal

FILED

1999 DEC -8 PM 2:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 OFFICE, IN
THE STATE OF FLORIDA.

1. The name of the corporation is:

AUTO SPA OF BREVARD, INC.

2. The name and address of the registered agent and office
is:

J. DENNIS GILES, SR.
635 BREVARD AVE
COCOA, FL. 32922

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 am familiar with and accept the obligations
of my position as registered agent.


(SIGNATURE)

NOVEMBER 17, 1999
(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL.
32314

TRANSMITTAL LETTER