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ARTICLES OF INCORPORATION

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OF

TALLAHASSEE, FLORIDA

CHARLIE'S AUTO CARE, 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.

<u>ARTICLE I</u>

The name of the corporation shall be:

CHARLIE'S AUTO CARE, INC.

ARTICLE II

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

3541 NW 9TH COURT FORT LAUDERDALE, FLORIDA 33311

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 (One Hundred Shares)

ARTICLE IV

The name and address of the initial registered agent is:

JANIE WILLIAMS 3541 NW 9TH COURT Fort Lauderdale, Florida 33311

ARTICLE V

The names and street addresses of the incorporator(s) to these Articles of Incorporation are:

CHARLIE E. WILLIAMS, III - PRESIDENT/OWNER
3541 NW 9TH COURT, FORT LAUDERDALE, FLORIDA, 33311

ARTICLE VI

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 Incorporator(s), and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 6 day of December, 1999.

CHARLIE E. WILLIAMS, IIII. PRESIDENT/OWNER

MY COMMISSION # CC 789631 EXPIRES: November 9, 2002

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared <u>CHARLIE E. WILLIAMS, III</u>, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this ____ day of December, 1999.

Notary Public, State of Florida

My Commission expires:

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT OT THE PROVISIONS OF SECTION 607, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DEIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

- The name of the corporation is: CHARLIE'S AUTO CARE, INC. 1.
- The name and address of the registered agent and office is: 2.

JANIE WILLIAMS 3541 NW 9TH COURT FORT LAUDERDALE, FLORIDA 33311

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.

IANIE WILLIAMS