

Filing Fee \$150.00

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION

100 NORTH MAIN STREET

PROVIDENCE, RI 02903

Corp. I.D. # 82401

**BUSINESS CORPORATION**

**ORIGINAL ARTICLES OF INCORPORATION**

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

FIRST. The name of the corporation is AUTO BODY CONCEPTS, INC.

(A close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

SECOND. The period of its duration is (if perpetual, so state) PERPETUAL

THIRD. The purpose or purposes for which the corporation is organized are:

*FULL SERVICE COLLISION REPAIR FACILITY.*

DEC 29 1994

**FILED**

DEC 29 1994

BY 16591338108

FOURTH. The aggregate number of shares which the corporation shall have authority to issue is: 4000 no par value

(a) *If only one class:* Total number of shares .....  
(If the authorized shares are to consist of one class only, state the par value of such shares or a statement that all of such shares are to be without par value.)

or

(b) *If more than one class:* Total number of shares .....  
(State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of title 7 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.)

FIFTH. Provisions (if any) dealing with the preemptive right of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended.

No stockholder shall transfer any of his capital stock without par value except by will or intestacy, without first offering the same to the corporation at the lowest price at which he is willing to sell the same, said offer to be in writing and to include a statement of the names and addresses of the transferee or transferees to whom the stockholder intends to sell and transfer his stock if his said offer is not accepted by the corporation as hereinafter provided. Said offer and statement shall be addressed to the corporation at its principal place of business. The corporation through its stockholders shall have fifteen (15) days after the date of the delivery of said offer and statement to accept or reject said offer and until action thereon shall be taken by them prior to said fifteen (15) days, or until action thereon shall be taken by them prior to said fifteen (15) days or until the expiration of said fifteen (15) days, whichever shall first occur, no transfer of such stock shall be made by the stockholder submitting the offer, but if the stockholder shall reject said offer or if no action be taken by them prior to the expiration of said fifteen (15) days, whichever shall first occur, such stockholder may then sell said stock at not less than the price fixed in said offer to any transferee or transferees described in said statement at any time within three (3) months after the expiration of said fifteen (15) days, but not otherwise or thereafter without again complying with the provisions of the paragraph herein. Transfers by way of pledge, attachment or other encumbrances are intended to be included in the prohibitions of the paragraph herein. Any transfer contrary to the foregoing provisions shall be void. The corporation by resolution of its stockholders may waive the foregoing provisions with respect to any particular transfer.

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation:

NONE

SEVENTH. The address of the initial registered office of the corporation is 44 F TERRY LANE, CHEPACHET, RI 02814 (add Zip Code)

and the name of its initial registered agent at such address is:

GREGORY A. GABEL

[Handwritten signature of Gregory A. Gabel]
Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is ZERO and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

(If this is a close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation.)

Table with 2 columns: Name, Address. Rows include: PRESIDENT, GREGORY A. GABEL (44 F TERRY LANE, CHEPACHET, RI 02814); V. PRESIDENT, GREGORY A. GABEL (SAME); TREASURER, GREGORY A. GABEL (SAME); SECRETARY, GREGORY A. GABEL (SAME).

NINTH. The name and address of each incorporator is:

Table with 2 columns: Name, Address. Row: GREGORY A. GABEL (SAME).

TENTH. Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

IMMEDIATELY UPON FILING

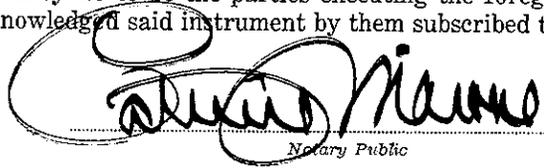
Dated 12/16/1991

[Handwritten signature of Gregory A. Gabel]
Signature of each incorporator

STATE OF RHODE ISLAND } In the City } of ..... CRANSTON .....  
COUNTY OF PROVIDENCE } ~~XXXXXX~~ }  
TOWN

in said county this 15th day of December, A.D. 1994  
then personally appeared before me Gregory A. Gabel

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

  
Notary Public