

FD96000071884

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 28 PM 4:30

Pennington, Culpepper, et al.
(Requestor's Name)

215 S. Monroe St., 2nd fl.
(Address)

Tallahassee, FL 32301
(City, State, Zip) (Phone #)

700001935257
-08/28/96--01100--021
***122.50 ***122.50

OFFICE USE ONLY

Attn: Charles L. Cooper, Jr.

FILE

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- FADA Services, Inc.*
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)

2nd
RECEIVED
96 AUG 28 PM 3:03
DIVISION OF CORPORATIONS

- ☒ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
☒ Profit	
☐ NonProfit	
☐ Limited Liability	
☐ Domestication	
☐ Other	

AMENDMENTS	
☐ Amendment	
☐ Resignation of R.A., Officer/Director	
☐ Change of Registered Agent	
☐ Dissolution/Withdrawal	
☐ Merger	

OTHER FILINGS	
☐ Annual Report	
☐ Fictitious Name	
☐ Name Reservation	

REGISTRATION/ QUALIFICATION	
☐ Foreign	
☐ Limited Partnership	
☐ Reinstatement	
☐ Trademark	
☐ Other	

*Pls. call
Todi
When ready:
222-3533*

**Pls. see attached
Affidavit releasing
name to this corp.
Call if any questions.*

Examiner's Initials _____

A F F I D A V I T

The undersigned, this 9th day of August, 1996, being first duly sworn, on oath, hereby deposes and states as follows:

1. The undersigned is the duly authorized officer of FADA Services, Inc.

2. FADA Services, Inc., has taken all corporate actions, and has executed Articles of Dissolution in order to dissolve in accordance with Chapter 617, Florida Statutes.

3. FADA Services, Inc., has no plan or intention of revoking its dissolution, and hereby authorizes the use of the name "FADA SERVICES, INC.", or any similar name, by any other entity immediately upon the filing and acceptance of its Articles of Dissolution by the Office of the Florida Secretary of State.

Further the Affiant sayeth not.

Name: David N. Jeffries
Title: Executive Vice President

STATE OF FLORIDA
COUNTY OF Orange

Sworn to and subscribed before me this 9th day of August, 1996 by David N. Jeffries, who is personally known to me or who has produced _____ as identification.

Deborah S. Osteen
Signature

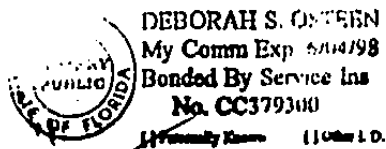
DEBORAH S. OSTEN
Print or type name.

NOTARY PUBLIC

My Commission # _____

Expires:

g:\users\charlie\fada\affidavit



ARTICLES OF INCORPORATION
OF
FADA SERVICES, INC.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 28 PM 4:30

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

ARTICLE I

Name

The name of this Corporation shall be FADA SERVICES, INC.

ARTICLE II

Purpose

This Corporation shall be organized for the purpose of engaging in any business which is lawful under the laws of the State of Florida.

ARTICLE III

Agent

The registered agent of this Corporation shall be David D. Jeffries. The address of the registered agent shall be 505 N. Mills Avenue, Orlando, Florida 32803.

ARTICLE IV

Existence

This Corporation shall have perpetual existence.

ARTICLE V

Address

The initial street address of the principal office of this Corporation shall be 505 N. Mills Avenue, Orlando, Florida 32803.

ARTICLE VI

Capital Stock

The authorized capital stock of this Corporation shall consist of 100,000 shares of voting common stock having a par value of one cent (\$0.01) each.

ARTICLE VII

Preemptive Rights, Cumulative Voting

Holders of the capital stock of the Corporation shall not have the preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

ARTICLE VIII

Directors

This Corporation shall have no less than one director (1). The initial Board of Directors of the Corporation shall consist of all of the members of the Board of Directors of Florida Automobile Dealers Association, Inc., a Florida not for profit corporation. The election of directors, and their qualifications and terms of appointments shall be as set forth in the By-Laws of the Corporation.

ARTICLE IX

Incorporator

The name and address of the Incorporator is: David D. Jeffries, 505 N. Mills Avenue, Orlando, Florida 32803.

ARTICLE X

Officers

The officers of the Corporation shall be a president, vice president, secretary and a treasurer, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the Board of Directors. The names of the initial officers are as follows:

<u>Office</u>	<u>Name</u>
President	C. L. Blake, Jr.
<i>Exec.</i> Vice President	David D. Jeffries
Secretary/Treasurer	Earnest A. Kopp, Jr.

ARTICLE XI

Indemnification

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent, or an incorporator of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, to the full extent permitted under Chapter 607, Florida Statutes, or its successor statute.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this 9th day of August, 1996, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.

David D. Jeffries
DAVID D. JEFFRIES

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared DAVID D. JEFFRIES and being first duly sworn and upon his oath, stated that he signed the above Articles of Incorporation for the conditions and purposes therein expressed this 9th day of August, 1996.

Deborah S. Osteen
NOTARY PUBLIC - STATE OF FLORIDA

(SEAL)

DEBORAH S. OSTEEN
Print, Type or Stamp Name of Notary Public

Personally known to me / or
Type of identification produced _____

G:\users\jodi\cfe\adaser\art



DEBORAH S. OSTEEN
My Comm Exp. 6/04/98
Bonded By Service Ins
No. CC379300

(I Personally Know) (I Oath I R.)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
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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: FADA SERVICES, INC.
2. The name and address of the registered agent and office is:
David Jeffries
(NAME)
505 North Mills Avenue
(P.O. BOX NOT ACCEPTABLE)
Orlando, Florida 32803
(CITY/STATE/ZIP)

SIGNATURE David P. Jeffries
TITLE Incorporator
DATE August 9, 1996

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.

SIGNATURE David P. Jeffries
DATE August 9, 1996
REGISTERED AGENT FILING FEE: \$35.00