

P960000080769

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H96000013617 1))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001  
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255  
CONTACT: RAY STORMONT PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: PARTS & MORE UNLIMITED, INC.  
AUDIT NUMBER.....H96000013617  
DC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 9  
CERT. COPIES.....1 DEL.METHOD.. FAX  
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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felp F1 Option Menu F2

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96 SEP 30 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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96 SEP 30 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Handwritten notes and signatures, including "96A-44790" and "09/30/96".

ARTICLES OF INCORPORATION  
OF  
PARTS & MORE UNLIMITED, INC.

H96000013d7

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:  
PARTS & MORE UNLIMITED, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

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

12227 N.W. 7TH LANE  
MIAMI, FL 33182

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

Prepared by: Gabriel DeJarden, CPA, PA  
175 Fontainebleau Blvd, Suite 1R-13  
Miami, Florida 333172  
Tel. (305) 551-2795 / Fax (305) 551-2798

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To purchase, take, receive, lease, or otherwise acquire, own, hold, vote, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, land, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

H96000013017

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute §607.014;

#### ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 800 shares, having an individual par value of 1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

#### ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

ALFREDO E. FERRER  
12227 N.W. 7TH LANE  
MIAMI, FL 33182

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ARTICLE VII

The initial board of Directors shall consist of a total of person(s) and the name and address of the person(s) who to serve as an initial director(s) is:

PRESIDENT/TREASURER: ALFREDO E. FERRER  
12827 N.W. 7TH LANE  
MIAMI, FL 33182

VICE-PRESIDENT/SECRETARY: SHARON FERRER  
12827 N.W. 7TH LANE  
MIAMI, FL 33182

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

ALFREDO E. FERRER  
12827 N.W. 7TH LANE  
MIAMI, FL 33182

The undersigned has executed these Articles of Incorporation this 26 day of SEPTEMBER, 1996.

  
\_\_\_\_\_  
Incorporator

#96000013617

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

Pursuant to the provisions of section 607.0801, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office/registered agent, in the state of Florida.

First that PARTS & MORE UNLIMITED, INC.  
(Name of Corporation)  
desiring to organize under the laws of the State of FLORIDA  
(Florida)  
with its principal office, as indicated in the articles of incorporation has named ALFREDO E. FERRER  
(Name of Registered Agent)  
located at MIAMI, County of DANE  
(City) (County)  
State of Florida, as its agent to accept service of process within this state.

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   
Registered Agent

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96 SEP 30 PM 1:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#96000013617

# P96000080769

**LAZARUS CORPORATE INDUSTRIES, INC.**  
 Requestor's Name

890 S.W. 87 AVENUE, SUITE: 16  
 Address

MIAMI, FLORIDA 33174 (305)552-5973  
 City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

800002250598--8  
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 \*\*\*\*\*35.00 \*\*\*\*\*35.00  
 Office Use Only

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

- PARTS & MORE UNLIMITED INC  
 (Corporation Name) (Document #)
- Amor  
 (Corporation Name) (Document #)
- \_\_\_\_\_  
 (Corporation Name) (Document #)
- \_\_\_\_\_  
 (Corporation Name) (Document #)

97 JUL 29 PM 1:05  
 FILED  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

Walk in   
  Pick up time 2:00   
  Certified Copy  
 Mail out   
  Will wait   
  Photocopy   
  Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

July 29, 1997

Lazarus Corporate Industries, Inc.  
890 S.W. 87 Avenue  
Suite 16  
Miami, FL 33174

**SUBJECT: PARTS & MORE UNLIMITED, INC.**  
Ref. Number: P96000080769

We have received your document for PARTS & MORE UNLIMITED, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

If you have any questions concerning the filing of your document, please call (850) 487-8907.

Annette Hogan  
Corporate Specialist

Letter Number: 997A00038250



**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

97 JUL 29 PM 1:05  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**PARTS & MORE UNLIMITED, INC.**

*(present name)*

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its article of incorporation.*

**FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)**

**ARTICLE VII**

**The Directors**

**Delete the current Vice-President/Secretary SHARON FERRER**

**Add ROBERTO ONORATO as Vice- President/Secretary**

**SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing amendment if not contained in the amendment itself, are as follows.**

**THIRD: The date of each amendment's adoption is July 29, 1997**

**FOURTH: Adoption of Amendment (s) (CHECK ONE)**

The amendment (s) was/were approved by the shareholders. The number of votes cast for the amendment (s) was/were sufficient for approval.

The amendment (s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment (s):

"The number of votes cast for the amendment (s) was/were sufficient for approval by

\_\_\_\_\_ voting group

The amendment (s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment (s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 29 of July, 1997

Signature 

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

**OR**

(By a director if adopted by the directors)

**OR**

(By an incorporator if adopted by the incorporators)

ALFREDO FEBBER

TYPED OR PRINTED NAME

PRESIDENT.

Title

P96000080769

LAZARUS CORPORATE INDUSTRIES, INC.  
 Requestor's Name  
 890 S.W. 87 AVENUE, SUITE 16  
 Address  
 MIAMI, FLORIDA 33174 (305) 552-5973  
 City/State/Zip Phone #  
 LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

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

1. PARTS & MORE UNLIMITED INC.  
 (Corporation Name) (Document #) *Amend*
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

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 Mail out  Will wait  Photocopy  Certificate of Status

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 97 OCT 17 AM 11:48  
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NEW FILINGS	
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

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<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

FILED  
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TALLAHASSEE, FLORIDA

---

**PARTS & MORE UNLIMITED INC**  
(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its article of incorporation.*

**FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)**

**ARTICLE VII**

*The Directors*

*Add SHARON FERRER As Vice- President/Secretary  
Delete ROBERTO ONORATO As Vice-President/Secretary*

**SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing amendment if not contained in the amendment itself, are as follows.**

**THIRD: The date of each amendment's adoption is October 7, 1997**

**FOURTH: Adoption of Amendment (s) (CHECK ONE)**

The amendment (s) was/were approved by the shareholders. The number of votes cast for the amendment (s) was/were sufficient for approval.

The amendment (s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment (s):

"The number of votes cast for the amendment (s) was/were sufficient for approval by

\_\_\_\_\_ voting group

The amendment (s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment (s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 7 of October, 1997

Signature \_\_\_\_\_

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

**OR**

*(By a director if adopted by the directors)*

**OR**

*(By an incorporator if adopted by the incorporators)*

\_\_\_\_\_  
**Alfredo Ferrer**

TYPED OR PRINTED NAME

**President,** Director

Title