

P96000082123

LAZARUS CORPORATE INDUSTRIES, INC.  
Requestor's Name

890 S.W. 87 AVENUE SUITE 16  
Address

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

LOCAL REPRESENTATIVE TALLAHASSEE

3110111111111111  
10/02/96 11:02:02  
\*\*\*122.50 \*\*\*122.50

Office Use Only

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

W. R. Wholesale and Retail Cars.

1. GO. ENTERPRISES, INC.

(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☒ Walk in

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☐ Mail out

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domiciliation
<input type="checkbox"/>	Other

AMENDMENTS	
<input 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

TALLAHASSEE, FLORIDA  
OCT - 4 11:02  
FILE

Corrected at VII

2006-20817  
10/2/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 2, 1996

LAZARUS CORPORATE INDUSTRIES, INC.  
890 SW 87 AVE, SUITE 16  
MIAMI, FL 33174

SUBJECT: GO. ENTERPRISES, INC.  
Ref. Number: W96000020817

We have received your document for GO. ENTERPRISES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 896A00045109

RECEIVED  
96 OCT -4 AM 10:18  
DIVISION OF CORPORATIONS

FILED  
OCT -6 AM 11:02  
CLERK OF DISTRICT COURT

**CERTIFICATE OF INCORPORATION  
OF  
W.R. WHOLESALE AND RETAIL CARS, INC.**

We the undersigned, in order to form a corporation for profit for the purposes hereinafter stated, under and pursuant to the provisions of the Florida Statutes, do hereby subscribe to this Certificate of Incorporation, and do adopt the following Articles of Incorporation:

**ARTICLES OF INCORPORATION**

**ARTICLE I**

The name of this Corporation shall be: W.R.WHOLESALE AND RETAIL CARS, INC.

**ARTICLE II**

The general nature of the business and the objects and purposes to be transacted and carried on by this corporation shall be:

- a) The corporation will engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.
- b) To enter into, make and perform contracts of every kind, for any lawful purpose, without limit as to amount with any person, firm, association or corporation, town, city, county, state, territory or government.
- c) To purchase or otherwise acquire, and to hold, own, maintain or otherwise dispose of deal in land and leaseholds, and any interest, state and rights in real property, and personal or mixed property, and any franchises rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed and to have any all powers above set forth as fully as natural persons, whether as principals, agents trustees or otherwise.
- d) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any other corporation or corporations organized under the laws of the State of Florida or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.
- e) To purchase, hold sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for purchases of its own shares of capital stock except for the surplus of its assets over its liabilities including capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly, nor counted as outstanding for the purposes of any stockholder's quorum or vote.
- f) To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendment to the Certificate of Incorporation as necessary or incidental to the protection and benefit of this lawful business necessary or incidental to the attainment of the objects of this corporation whether or not such

business is similar in nature to the objects set forth in these Articles of Incorporation and to do any and all things herein before set forth to the same extent as natural persons might or could do.

### ARTICLE III

The maximum number of shares of stock which this corporation shall have outstanding at any time, shall be one hundred (1000) shares, all of which shall be of \$ 1.00 par value, and each of which shares shall be issued fully paid and non-assessable, and shall be payable in services or property at just valuation, to be fixed by the Directors of this corporation at the organizational meeting, or any other meeting held for that purpose.

### ARTICLE IV

The initial registered office of the corporation is:  
2256 NW. 26 AVENUE Miami, FL. 33142 and the initial registered agent at such address is:  
WALTER MOLINA

### ARTICLE V

This corporation is to have perpetual existence.

### ARTICLE VI

The Initial Post Office Address of the principal office of this corporation in the State of Florida is:  
2256 NW. 26 Avenue. Miami, FL. 33142

### ARTICLE VII

This corporation shall have Two ( 1 ) directors, initially. The number of directors may be increase or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one.

### ARTICLE VIII

The names and post office addresses of the first Board of Directors and officers of this corporation, who shall hold office for the firsts year of its existence or until their successors are elected and qualified, are as follows:

WALTER MOLINA  
15070 SW .103 Lane Apt. # 205  
MIAMI, FL. 33196

President

### ARTICLE IX

The names and post office addresses of the subscribers to this Certificate of Incorporation and the number of shares each agrees to take and the value of the consideration paid thereof, the total aggregate amount of which is not less than the amount of capital with which the corporation will begin business, is as follow;

<u>N A M E</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>VALUE</u>
WALTER MOLINA	15070 SW. 103 Lane Apt. 2105. Miami FL 33196	1000	\$ 1000.00

### ARTICLE X

The management and control of the business of this corporation shall be continued under directions of the Board of Directors by the officers who shall be elected by the Board of Directors, to-wit : a: President; one or more vice-presidents; a Treasurer and a Secretary; one or more of said officers may hold on or more offices.

### ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon.

### ARTICLE XII

In furtherance, and not limitation of the powers conferred by Statute, the Board of Directors in expressly authorized:

- a) To adopt and amend the by-laws of this corporation, provided the amendments thereto are not inconsistent with the by-laws adopted by the stockholders.
- b) To authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.
- c) To set apart out of any funds of the corporation available for dividends a reserve or reserves in the manner in which it was created.
- d) When and as authorized by the affirmative vote of stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power given at a stockholder's meeting duly called for the purpose, or when authorized by the written consent of stockholders of record holding stock in the corporation entitling them to exercise

at least a majority of the voting power, to sell, lease or exchange all of its property and assets, including its good will and its corporate franchise, or any property of assets essential to the business of the corporation, upon the terms and conditions as its Board of Directors deem expedient and for the best interest of the corporation.

IN THE WITNESS WHEREOF, the Incorporators have hereunto set their respective hands and seals this Thlrty day of September, 1996

*Walter Molina* ( seal )

\_\_\_\_\_ ( seal )

State of Florida  
County of Dade

I HEREBY CERTIFY, that on this day, before me a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared Walter Molina, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to those Articles of Incorporated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida this Thlrty day of September 1996.

STATE OF FLORIDA

COUNTY OF DADE



GINO MICELLI  
My Commission CC498344  
Expires Sep. 27, 1999

*Gino Micelli*

FILED  
96 OCT -4 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above named corporation at the place designated in this Articles, 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.

Date: September 30, 1996.

*Walter Molina*  
WALTER MOLINA

P96000082123

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

FILED  
FEB-7 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
FEB 11 1997  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Office Use Only

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(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*Jane*  
*Cham*  
2/7/97

Examiner's Initials

*JR*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

**W.R.WHOLESALE AND RETAIL CARS, INC.**

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

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

Article I : The name of this corporation shall be:  
**W.R.WHOLESALE AND RETAIL CARS ENTERPRISES, INC.**

**SECOND:** The date of each amendments(s): January 29, 1997

**THIRD :** Adoption of Amendment(s) (check one)

X The amendments(s) was/were approved by the shareholders. The number of votes cast for the amendments(s) was/were sufficient for a 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 amendments(s) was/were sufficient for approval by \_\_\_\_\_."  
(voting group)

FILED  
97 FEB -7 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



\_\_\_\_ 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 29 day of January, 1997

By

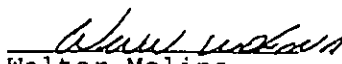
\_\_\_\_\_  
(Chairman or Vice Chairman of the Board of Directors,  
President or other officer if adopted by the shareholders)

OR

(A Director if adopted by the directors )

OR

(By an incorporator if adopted by the incorporators)

  
Walter Molina  
President