

MAHMOUD NASSAR
AKA MIKE NASSAR

4637 BORDUE DRIVE
BOYNTON BEACH, FLORIDA 33436
TEL. # 561-716-3010

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-02/22/99--01057--020
*****130.00 *****87.50

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

To Whom it May Concern:

Please find enclosed two (2) copies of the Articles of
Incorporation for a profit corporation known as
MAIN-ON FLEET SERVICES, INC.
which we wish to register with the State of Florida. I have also
enclosed a check in the amount of \$ 130.-
to cover charges of filing fees.

If you have any questions, please write to the above address or
call at 1-561-716-3010. Thank you for your
time and trouble in this matter.

Best Regards,

Mike Nassar

FILED

99 FEB 22 AM 8:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

2/23/99
[Signature]

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ARTICLES OF INCORPORATION

OF

MAIN-ON FLEET SERVICES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to the Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation is _____

MAIN-ON FLEET SERVICES, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation is: to own, lease, operate, manage, conduct and carry on all manner of business ventures, associations, corporations, including any activity that is lawful under the laws of the State of Florida and the United States of America.

To manufacture, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and to invest in, trade in, deal in and with, goods, wares, *AUTOMOTIVES*, merchandise, real and personal property, and services of every class, kind and description including insurance; except that it is not to conduct a banking, safe, deposit, trust, surety,

express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required. To purchase the corporate assets of any other corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand Shares at One Dollar (\$1.00) par value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital which this corporation will begin business is not less than ONE THOUSAND DOLLARS DIVIDED INTO 1000 SHARES OF \$1.- PER SHARE Dollars.

ARTICLE V. TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the registered agent and registered office of this corporation in the State of Florida is:

4637 BORDUE DRIVE
BOYNTON BEACH, FLORIDA 33436

The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VII. DIRECTORS

This corporation shall have TWO Directors, initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than two.

ARTICLE VIII. INITIAL DIRECTORS

The names and post office address of the members of the first Board of Directors are:

- 1) MAHMOUD NASSAR 4637 BORDUE DRIVE
AKA MIKE NASSAR BOYNTON BEACH, FL 33436 PRESIDENT, CEO
- 2) AHMAD NASSAR 4637 BORDUE DRIVE
AKA AL NASSAR BOYNTON BEACH, FL 33436 V.P. SEC. TREAS.
- 3)
- 4)

ARTICLE IX. SUBSCRIBERS

The name and post office address of each subscriber of the Articles of Incorporation, the number of share of stock each agrees to take, and the value of the consideration thereof are:

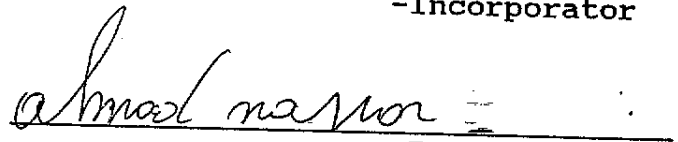
- | <u>Name</u> | <u>Address</u> | <u>Share-Value</u> |
|-------------|----------------|--------------------|
|-------------|----------------|--------------------|

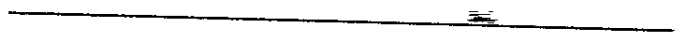
ARTICLE X. AMENDMENT

The 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 stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain Amendment of the Articles of Incorporation be made.


-Registered Agent


-Incorporator


-Incorporator


-Incorporator

STATE OF FLORIDA)

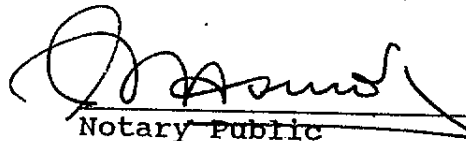
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COUNTY OF BROWARD)

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements personally appeared: MAHMOUD (MIKE) NASSAR
AND AHMAD (AL) NASSAR

to me known to be the persons described as subscribers in, who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 17th day of FEBRUARY, 1999.


Notary Public

My Commission Expires:



EDOUARD HASMAR
My Commission CC488983
Expires Oct. 07, 1999

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A D D E N D U M

TO

ARTICLES OF INCORPORATION, INC.

MAIN-ON FLEET SERVICES, INC.

This addendum attaches to and becomes a part of the Articles of Incorporation of MAIN-ON FLEET SERVICES, INC.

- A) I, the Registered Agent MAHMOUD (MIKE) NASAR do hereby declare that I am familiar with and accept the duties and responsibilities as registered agent of said Corporation.
- B) I further declare that the principal office of this corporation and my home address shall be the same and are as follows:

4637 BORDUE DRIVE
BOYNTON BEACH, FLORIDA 33436
PHONE # 561-716-3010

In witness thereof I am signing this present Addendum, on this SEVENTEENTH day of FEBRUARY, 1999.

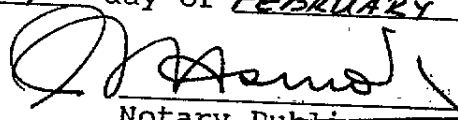

Registered Agent

State of Florida
County of BROWARD

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared:

MR. MAHMOUD NASAR AKA MIKE NASAR
to me personally known to be the person who has signed the foregoing addendum to the Articles of Incorporation, and acknowledged before me that he/she is accepting the duties of the REGISTERED AGENT of the corporation known as:
MAIN-ON FLEET SERVICES, INC.

Witness my hand and official seal in the State and County named above; this SEVENTEETH day of FEBRUARY, 1999.


Notary Public

My Commission Expires:



EDOUARD H. ASMAR
My Commission CC489983
Expires Oct. 07, 1999