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# **COVER LETTER**

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

SUBJECT:	VENE-AUTO I	NC MISTERS	HIND CHIEFFY
	(PROPOSED CORPORA)	IE NAME – <u>MUST INCL</u>	UDE SUFFIX)
Enclosed are an original	ginal and one (1) copy of the artic	eles of incorporation and	a check for:
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy  ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate o Status PPY REQUIRED
FROM:	MARIAF. V Name (	ERGARA (Printed or typed)  L GEORGE (	 7VE
	ODESS	Address  A, FL 335  State & Zip	
		26-4193 elephone number	

NOTE: Please provide the original and one copy of the articles.

Articles of Incorporation

FILED

Of

06 MAY 17 PH 4: 09

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Vene-Auto Inc.

The undersigned Incorporators, a natural person, competent to contact, hereby make, subscribe, acknowledge and file these Articles o Incorporation for the purpose of creating a corporation for profit under the laws of the State of Florida.

# Article I

#### <u>Name</u>

The name of the corporation is:

Vene-Auto Inc.

#### Article II

#### Nature of Business

The corporation is authorized to engage in any lawful activity, business or transactions permitted under the laws of the United States and the State of Florida.

#### Article III

# Capital Stock

The maximum number of Shares of common stock that the corporation is authorized to have outstanding at anytime is two hundred (200) shares, each having a par value of one (\$1.00) Dollar.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the stockholders of the Corporation at any regular or special meeting.

# Article IV

# Initial Capital

The amount of capital with which the corporation shall begin business is not less than two hundred (\$200) Dollars.

#### Article V

#### Term of Existence

The corporation shall have perpetual existence and shall commence at the time of filing of these Articles of Incorporation with the secretary of the State of Florida.

#### Article VI

#### Address

The initial street address of the principal office of the corporation is: 13148 Royal George Ave., Odessa, Fl 33556. The stockholders may, from time to time, designate such other address and place for the principal office of the Corporation as it may deem fit.

#### Article VII

#### Management

The number of directors of this corporation shall be no less than one.

The number of directors may be increased or decreased from time to time, by the Bylaws adopted by the stockholders but shall never be less than one. Director need not be stockholders.

#### Article VIII

#### **Board of Directors**

There shall be two directors as the first board of directors. The names and addresses of the members of the first Board of Directors who shall serve until the first annual meeting or until a successor shall have been elected and qualified are:

Name	Address
Maria F. Vergara	13148 Royal George Ave Odessa, Fl 33556
Francisco J. Vergara	13148 Royal George Ave Odessa, Fl 33556

#### Article IX

# **Incorporator**

The names and addresses of the Incorporators of the Corporation are:

Name	Address
Maria F. Vergara	13148 Royal George Ave Odessa, Fl 33556
Francisco J. Vergara	13148 Royal George Ave Odessa, Fl 33556

# Article X

# **Initial Officers**

The names and addresses of the President, Vice President/Treasurer who shall hold office for the first year of existence of the Corporation, or until their successor are elected pursuant to the corporate bylaw, are as follows:

Maria F. Vergara	13148 Royal George Av Odessa, Fl 33556	President
Francisco J. Vergara	13148 Royal George Av Odessa, Fl 33556	Vice President/ Treasurer

# Article XI

# Sub-Chapter S Election

The Corporation and the parties hereto shall take whatever action shall be necessary to become an "electing small business corporation" as such term is used and defined in Chapter 1, Subchapter S of the Internal Revenue Code of 1954 as amended, and the regulations issued there under.

#### Article XII

#### Section 1244 Stock

The Corporation, and the parties thereto, shall take whatever action shall be necessary to cause the shares of the Corporation to qualify as "Section 1244 Stock" as such term is used and defined in the Internal Revenue Code of 1954, as amended, and the regulations issued there under.

#### Article XIII

#### **Amendments**

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be proposed by the stockholders and approved at the stockholders' meeting a majority vote.

# Article XIV

# ACKNOWLEDGEMENT AND ACCEPTANCE OF REGISTERED AND RESIDENT AGENT

The undersigned, Francisco J. Vergara, of 13148 Royal George Ave, Odessa, Fl. 33556, having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree and accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

Dated this 18th day of April, 2006, in Odessa, Hillsborough County, Florida.

Francisco J. Vergara Register/Resident Agent

13148 Royal George Ave Odessa, Fl 33556

SECRETARY OF STATE

# Registered Agent

The registered agent and initial registered office upon whom process may be served is:

Francisco J. Vergara, 13148 Royal George Ave., Odessa, Fl 33556.

In witness whereof, we have hereunto set our hands and seals, acknowledge and file the foregoing Articles of Incorporation under the laws of the State of Florida, this 18<sup>th</sup> day of April, 2006.

Maria P. Vergara

President

Francisco J. Vergara
Vice President/Treasurer

#### STATE OF FLORIDA COUNTY OF HILLSBORUGH

BEFORE ME, personally appeared, MARIA F. VERGARA and FRANCISCO J. VERGARA, to me well known and know to me to be the person(s) described in the foregoing Articles of Incorporation or who produced N/A as identification and who executed the same for the purposes therein stated and who did take an oath.

Sworn to and subscribed before me on this 18th day of April, 2006.

MARTHA GONZALEZ

Notary Public - State of Florida

My Commission Expires Mar 15, 2010

Commission # DD 529167

Bonded By National Notary Assn.

Notary Public

My Commission Expires: MAR 15, 2010