

P00000005516



South Florida Electronic Services, Inc.
734 N.W. 141st Street
Miami, Florida 33168
(305) 681-0039

FILED
00 JAN 10 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida
Division of Corporations
PO Box 6327
409 East Gaines Street
Tallahassee, Florida 32314

300003093123--9
-01/10/00-01083-006
*****78.75 *****78.75

Re: New corporation

Gentlemen:

Enclosed are the Articles of Incorporation for:

A check in the amount of \$78.75 is enclosed for:

1. Filing fees
2. Resident Agent Registration
3. Certificate of Status

Please process. If you have any questions, please do not hesitate to phone.

Sincerely yours,

A handwritten signature in cursive script, appearing to read "Michael Lewis", written over a horizontal line.

Managing Agent

BLA:ba
Enclosures

**ARTICLES OF INCORPORATION
OF
W & R APPLIANCE REPAIR, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned persons, acting as incorporators of a corporation organized under the Laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is **W & R APPLIANCE REPAIR, INC.**

**ARTICLE II
INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:
18680 NE 2nd Avenue
Miami, Fl 33179

**ARTICLE III
SHARES**

The total number of shares which the corporation shall have authority to issue is 500 shares with No Par Value.

**ARTICLE IV
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE V
DIRECTORS**

The persons constituting the initial board of directors are William Scott Cofield Sr. and Racquel Renee Montgomery.

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time at each annual meeting at which directors are to be elected.

Prepared by
South Florida Business Services, Inc.
734 NW 141st Street
Miami, Fl 33168

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for 1) breaches of the duty of loyalty, 2) acts or omissions not in good faith of which involve intentional misconduct or a knowing violation of law, 3) declaration of unlawful dividends or unlawful stock repurchases or redemption's, or 4) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be identified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stocks held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within the thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the Shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Execution of Written Instruments. All instruments that executed on behalf of the corporation which acknowledged and which affect an interest in real estate shall be executed by the President or Vice President and the Secretary or Treasurer. All other instruments executed by the corporation, included by the corporation, including a release of mortgage or lien, may be executed by the President or the Vice-President. Notwithstanding the preceding provisions of this Section, any written instrument may be executed by any officer or agent that is specially designed by resolution of the board of directors.

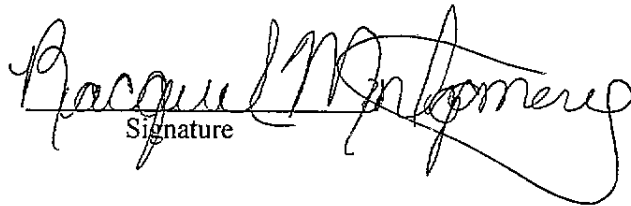
**ARTICLE VIII
INCORPORATORS**

The following persons are the original incorporators:

William Scott Cofield Sr.
720 NW 202 Street
Miami, FL 33169

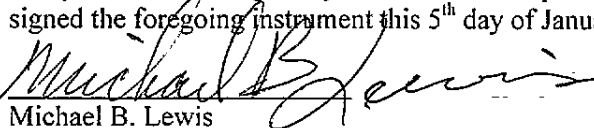
Racquel Renee Montgomery
720 NW 202 Street
Miami, FL 33169


Signature


Signature

**STATE OF FLORIDA
COUNTY OF MIAMI-DADE**

BEFORE ME, a Notary Public, appeared the incorporators, William Scott Cofield Sr. and Racquel Renee Montgomery, whom to me are personally known and they voluntarily and freely signed the foregoing instrument this 5th day of January, 2000.


Michael B. Lewis
Notary Public



MICHAEL B. LEWIS
COMMISSION # CC 695622
EXPIRES NOV 11, 2001
BONDED THRU
ATLANTIC BONDING CO. INC.

**ARTICLE IX
NAME & ADDRESS OF CORPORATION**

**W & R APPLIANCE REPAIR, INC.
18680 NE 2ND AVENUE
MIAMI, FL 33179**

**ARTICLE X
OFFICERS AND DIRECTORS**

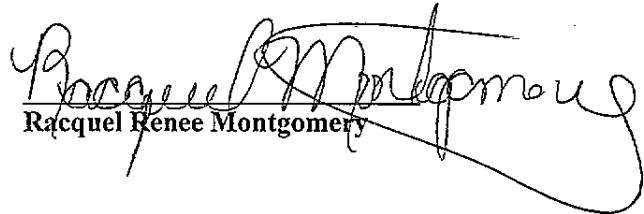
The incorporators shall act as the officers and directors of this corporation.

ARTICLE XI

CERTIFICATION

I certify that I have read the Articles of incorporation and that they are true and correct to the best of my knowledge.



William Scott Cofield Sr.


Racquel Renee Montgomery

Incorporators

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

SUBSCRIBED TO and sworn to before me, a Notary Public of the State of Florida, by William Scott Cofield Sr. and Racquel Renee Montgomery, who have provided identification that they are the persons who voluntarily signed the aforementioned agreement in the Articles of Incorporation for W & R APPLIANCE REPAIR, INC.


Michael B. Lewis
Notary Public
State of Florida

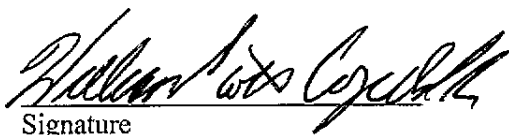
 MICHAEL B. LEWIS
COMMISSION # CC 695622
EXPIRES NOV 11, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

ARTICLE XII
NAME AND ADDRESS OF REGISTERED AGENT

DESIGNATION OF REGISTERED AGENT

I, William Scott Cofield Sr., accept the responsibilities and duties of the Registered Agent for
W & R APPLIANCE REPAIR, INC., a Florida corporation, as outlined in the Florida Statutes.

William Scott Cofield Sr.
18680 NE 2nd Avenue
Miami, FL 33179

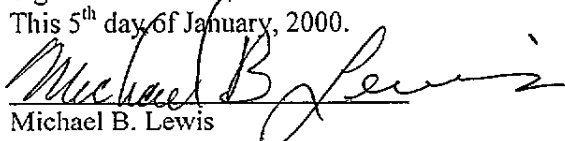

Signature

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public, appeared William Scott Cofield Sr. and he swore to the
forthrightness of the documentation and accepted the office of registered Agent for W & R
Appliance Repair, Inc.

Signed

This 5th day of January, 2000.


Michael B. Lewis
Notary Public



MICHAEL B. LEWIS
COMMISSION # CC 695622
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ATLANTIC BONDING CO., INC.

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