

MAY-16-2000 19:19

EMPIRE CORP

305 541 3770 P.01/06

H00000048832

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H00000027130 4)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

**FLORIDA PROFIT CORPORATION OR P.A.  
AUTOMOTIVE SALES TRAINING & CONSULTING, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
00 MAY 17 AM 11:29  
2000

(6) MAY-16-2000 19:19

EMPIRE CORP

305 541 3770 P.02/06

**H000 00027130**  
**ARTICLES OF INCORPORATION**

**OF**

**Automotive Sales Training & Consulting, Inc.**

Al Schiff, the undersigned to these Articles of Incorporation, who is a natural person, competent to contract, hereby forms a corporation under the Laws of the State of Florida.

**ARTICLE I**

**NAME OF THE CORPORATION**

The name of this corporation will be Automotive Sales Training & Consulting, Inc.

**ARTICLE II**

**PURPOSE**

This corporation is organized for the following purposes: Automotive sales training and consulting and for any other purpose or purposes allowed under the laws of the State of Florida, and the laws of the United States.

**ARTICLE III**

**TERM OF EXISTENCE**

This corporation will exist perpetually.

**ARTICLE IV**

**PRINCIPAL PLACE OF BUSINESS**

The initial street address and the principal office of this corporation is 13376 Northumberland Circle, Wellington, Florida 33414. The Board of Directors may from time to time move the principal office to any other address.

**H000 00027130**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAY 17 AM 11:29

H000 00027130

**ARTICLE V****DIRECTORS**

This corporation will have one (1) director initially. The number of directors may be increased or diminished from time to time in accordance with the procedure specified in the corporation's By-Laws. The number of directors will never be fewer than one. The name and address of the initial director of this corporation is:

Name

Al Schiff

Address

13376 Northumberland Circle  
Wellington, Florida 33414

**ARTICLE VI****INCORPORATORS**

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

Name

Al Schiff

Address

13376 Northumberland Circle  
Wellington, Florida 33414

**ARTICLE VII****REGISTERED AGENT**

The initial designation of the registered office of this corporation will be at 13376 Northumberland Circle, Wellington, Florida 33414 and the Registered Agent will be Al Schiff.

Pursuant to Florida Statutes, having been named to accept process for the above

H000 00027130

H00000027130

stated corporation at the place designated in these Articles of Incorporation, I hereby accept and agree to act in this capacity and agree to comply with all the provisions of said Statutes relative to the proper and complete performance of my duties.

  
Al Schiff**ARTICLE VIII****CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of stock at ONE AND NO/100 (\$1.00) DOLLAR par value, which stock will be designated in "common shares."

**ARTICLE IX****CUMULATIVE VOTING**

At each election for directors, every shareholder entitled to vote at such election will have the right to cumulate his votes, by giving one candidate as many votes as the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

**ARTICLE X****MEETING BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate at the meetings of the Board of Directors as provided by law, by means of a conference telephone or similar communication equipment, by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means will constitute presence in person at the meeting.

H00000027130

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAY 17 AM 11:29

H000 00027130

## ARTICLE XI

## AMENDMENTS

These Articles of Incorporation may be amended in the manner as provided by law. The corporation reserves the right to amend or repeal any provisions contained herein or any amendment hereto.

IN WITNESS WHEREOF, I, Al Schiff, the incorporator of the above named corporation, have set my hand and seal this 8 day of May, 2000.


  
Al Schiff

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County last aforesaid to take acknowledgments, personally appeared AL SCHIFF, known to me to be the person described as an incorporator in, and who executed the foregoing Articles of Incorporation and that he acknowledged before me that he subscribed to these Articles of Incorporation.

8 WITNESS my hand and official seal in the State and County last aforesaid this day of May, 2000.

My Commission Expires:

  
Notary Public



Michelle C Bustani  
My Commission CC721923  
Expires March 5 2002

H000 00027130

**H000 00027130****CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered agent/registered office, in the State of Florida.


1. The name of the corporation is: Automotive Sales Training & Consulting, Inc.
2. The name and address of the registered agent and office is: Al Schiff, 13376 Northumberland Circle, Wellington, FL 33414

SIGNATURE:  (Corporate officer)

TITLE: Registered agent

DATE: 5/8/00

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNED 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: 

DATE: 5/8/00

**H000 00027130**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAY 17 AM 11:29