

TRANSMITTAL LETTER

P00000097882

FILED

OCT 16 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: clutchpartsonline.com, Inc.
(Proposed corporate name - must include suffix)

600003426236-4
-10/16/00-01112-017
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

ROBERT BENAIM
Name (printed or typed)

1401 S.E. NINTH COURT
Address

HIALEAH, FL 33010-5944
City, State & Zip

305-885-2527
Daytime Telephone number

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

10-18

ARTICLES OF INCORPORATION
OF
clutchpartsonline.com, Inc.

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THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, A NATURAL PERSON COMPETENT TO CONTACT, HEREBY ASSOCIATES TO FORM A CORPORATION UNDER THE LAWS OF FLORIDA.

ARTICLE I: NAME

THE NAME OF THE CORPORATION IS clutchpartsonline.com, Inc.

ARTICLE II: TERM OF EXISTENCE

THE CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE III: PURPOSE

THE PURPOSE FOR WHICH THE CORPORATION IS FORMED IS TO CONDUCT ANY LAWFUL BUSINESS, AND SAID CORPORATION SHALL POSSESS AND HAVE ALL THE POWERS NOW AND HEREAFTER CONFERRED BY THE LAWS OF THE STATE OF FLORIDA UPON CORPORATIONS ORGANIZED THEREAFTER.

INITIALLY, THIS CORPORATION'S PLAN IS TO ACQUIRE MERCHANDISE FOR THE PURPOSE OF SELLING TO OTHERS.

ARTICLE IV: CAPITAL STOCK

THE AMOUNT OF CAPITAL STOCK AUTHORIZED IS FIVE THOUSAND (5000) SHARES, HAVING A PAR VALUE OF ONE (\$1.00) DOLLAR PER SHARE, AND SHALL BE PAID FOR IN LAWFUL MONEY OF THE UNITED STATES OF AMERICA, OR IN PROPERTY, LABOR OR SERVICE.

ARTICLE V: ADDRESS

THE INITIAL STREET ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THE STATE OF FLORIDA IS 950 S.E. 14 STREET, HIALEAH, FLORIDA 33010-5944. THE MAILING ADDRESS IS THE SAME. THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL ADDRESS OR THE MAILING ADDRESS TO ANY ADDRESS IN FLORIDA.

ARTICLE VI: DIRECTORS

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME BY BY-LAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAN ONE.

ARTICLE VII: INITIAL DIRECTORS AND OFFICERS

THE NAMES AND STREET ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND OFFICERS:

DIRECTOR:

ROBERT I. BENAİM 8001 S.W. 64 STREET MIAMI, FL 33143

PRESIDENT:

DANIEL M. BENAİM 8001 S.W. 64 STREET MIAMI, FL 33143

ARTICLE VIII: SUBSCRIBERS

THE NAME AND STREET ADDRESS OF EACH SUBSCRIBER OF THESE ARTICLES OF INCORPORATION ARE:

ROBERT I. BENAİM 8001 S.W. 64 STREET MIAMI, FL 33143

DANIEL M. BENAİM 8001 S.W. 64 STREET MIAMI, FL 33143

ARTICLE IX: REGISTERED AGENT

THE REGISTERED AGENT'S ADDRESS IS:

ROBERT I. BENAIM 8001 S.W. 64 STREET MIAMI, FL 33143

ARTICLE X: AMENDMENT

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 STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCKHOLDERS ENTITLED TO VOTE THEREON, UNLESS ALL OF THE DIRECTORS AND ALL OF THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THE ARTICLES OF INCORPORATION BE MADE.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HAND AND SEALS
THIS 11th DAY OF OCTOBER, 2000.


DANIEL M. BENAIM
PRESIDENT

STATE OF FLORIDA
COUNTY OF DADE

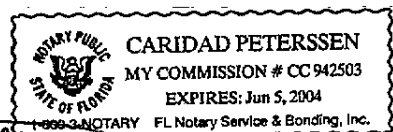
BEFORE ME, THE UNDERSIGNED AUTHORITY, DULY AUTHORIZED TO ADMINISTER OATHS AND TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARS DANIEL M. BENAIM, WHO IS PERSONALLY KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE COUNTY OF DADE, STATE OF FLORIDA, THIS 11th DAY OF OCTOBER, 2000.

MY COMMISSION EXPIRES:

6/5/04


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE



IDENTIFICATION: DL B550-173-80-261-0

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED FIRST THAT clutchpartsonline.com, INC. WITH ITS PLACE OF BUSINESS AT 950 S.E. 14 STREET, HIALEAH, FLORIDA 33010 HAS NAMED ROBERT I. BENAIM STREET ADDRESS OF 8001 S.W. 64 STREET MIAMI, FL 33143, COUNTY OF DADE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


(CORPORATE OFFICER)

TITLE

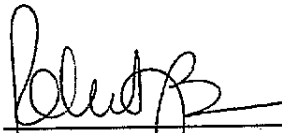
PRESIDENT

DATE

10/10/2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THIS OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE


(REGISTERED AGENT)

DATE

10/10/2000

BUREAU OF CORPORATE RECORDS
P.O. BOX 6327
TALLAHASSEE, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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