

# PO100000958

**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.**

(((H0100000636 0)))

**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

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 01 JAN - 3 PM 3:32

**FLORIDA PROFIT CORPORATION OR P.A.**

**G AND S SERVICE STATION, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

12  
HU UUUUUU 636

ARTICLES OF INCORPORATION

OF

G AND S SERVICE STATION, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 JAN -3 PM 3:32

The undersigned incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the Corporation is G AND S SERVICE STATION, INC.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to own, buy, sell, lease, equip and operate automobile service and repair stations of all kinds, and generally deal in the repair, renovation, maintenance, and service of all types of new and used automobiles, trucks, and other motor vehicles, and any parts and accessories used in connection therewith, and in the purchase, acquisition, ownership, sale, and generally deal in all types of supplies, parts, and related products for all types of motor vehicles; and otherwise deal in motor vehicle related products necessary or useful in such occupation, and to engage in any other lawful activities within the purposes for which corporations may be organized under the Florida Business Corporation Act.

The corporation shall exercise any and all powers that corporations have and may exercise under the laws of the State of Florida and as the same may be amended. To do all and everything necessary, suitable, or proper for the accomplishment of any of the purposes, the

Articles prepared by:  
Sylvia Alarcon Sparler, Esq.  
Florida Bar No. 900974  
4100 South Dixie Highway, Suite C  
West Palm Beach, FL 33405  
(561) 655-9400

00000000 636

HO 1000000636

attainment of any of the objects, or the exercise of any of the powers herein set forth, either alone or in conjunction with other corporations, firms, individuals, and with principals or agents, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above mentioned objects, purposes, or powers

### ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

### ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

### ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial Registered Agent and the street address of the corporation in the State of Florida shall be:

GUALBERTO GONZALEZ

4013 South Dixie Highway, West Palm Beach, FL 33405

### ARTICLE VI - CORPORATION'S PRINCIPAL OFFICE

The initial principal office of the corporation shall be at 4013 South Dixie Highway, West Palm Beach, Florida 33405. The Board of Directors may, from time to time, move the principal office of the corporation to any other address in the State of Florida.

NU : 000000636

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

#### **ARTICLE VII - BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by laws adopted by the stockholders, but shall never be less than one (1).

#### **ARTICLE VIII - INITIAL DIRECTORS**

The names of the initial directors of this corporation and their street address is:

SILVIA GONZALEZ, 792 South Haverhill Road, West Palm Beach, FL  
GUALBERTO GONZALEZ, 792 South Haverhill Road, West Palm Beach, FL

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### **ARTICLE IX - INITIAL OFFICERS**

The names of the initial officers of this corporation and their street address is:

GUALBERTO GONZALEZ, President, Secretary, 792 South Haverhill Road, West Palm Beach, FL  
SILVIA GONZALEZ, Vice-President/Treasurer, 792 South Haverhill Road, West Palm Beach, FL

The persons named as initial officers shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### **ARTICLE X - INCORPORATOR**

The name and street address of the individual signing these Articles of Incorporation as the Incorporators are:

GUALBERTO GONZALEZ, 792 South Haverhill Road, West Palm Beach, FL

#### **ARTICLE XI - SHARE TRANSFER RESTRICTIONS**

HO 1000000636

Pursuant to the authority of Sec. 607.0627, Fla. Stat., shares held by each shareholder may not be sold or otherwise transferred to other persons unless first offered to this corporation or to the remaining shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the shareholders, which agreement may expand this article and which may also include the corporation as a party. A copy of the written agreement, if any, may be obtained from the Corporation.

#### **ARTICLE XII - PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights, pursuant to Section 607.0630, Florida Statutes, as amended from time to time.

#### **ARTICLE XIII - CONFLICT OF INTEREST**

No contract between this corporation and another corporation or another individual shall be invalidated by reason of the fact that the one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this corporation may be the other individual or individuals contracting with this corporation.

#### **ARTICLE XIV - 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 at least a majority of the stock 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 these Articles of Incorporation be made.

10 0000000636

HO 1000000636

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 2nd day of January, 2001.

  
GUALBERTO GONZALEZ

STATE OF FLORIDA)  
COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public, personally appeared, GUALBERTO GONZALEZ to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at West Palm Beach, Florida this 2nd day of January, 2001.

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



SYLVIA ALARCON SPARKER  
My Comm. Exp. 10/3/2001  
Bonded By Service Inc.  
No. 00683989  
☒ Personally Known ☐ Other I.D.

HO 1000000636

**HO 1000000636**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Sec. 607.0501, Florida Statutes, the following is submitted, in compliance  
with said Act:

That G AND S SERVICE STATION, INC. desiring to organize under the laws of the  
State of Florida, with its principal office, as indicated in the Articles of Incorporation, at West  
Palm Beach, Palm Beach County, Florida, has named GUALBERTO GONZALEZ, located at  
4013 S. Dixie Highway, West Palm Beach, FL 33405, as its agent to accept service of process  
within this state.

**ACKNOWLEDGEMENT**

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 agree to comply  
with the provisions of said Act relative to keeping open said office.

  
GUALBERTO GONZALEZ

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 JAN -3 PM 3:32

**HO 1000000636**