

# P01000037799

## GIBBS LAW FIRM, P.A.

*Attorneys and Counselors at Law*

5666 SEMINOLE BOULEVARD, SUITE TWO  
SEMINOLE, FLORIDA 33772

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April 6, 2001

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

200003992172--9  
-04/11/01--01078--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: A & C Bearing Co.

Enclosed are an original and one (1) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office, and a check for \$87.50 Filing Fee, Certified Copy, and Certificate of Status.

Thank you in advance for your assistance in filing these Articles.

Sincerely,

GIBBS LAW FIRM, P.A.



Charlotte A. Cover  
Admitted in Texas

CAC:cc

Enclosures: Check  
Articles of Incorporation (1 original and one copy)

FILED  
01 APR 11 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304

4-13-01  
WC

Articles of Incorporation  
OF  
A & C Bearing Co.

FILED  
01 APR 11 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person of the age of eighteen or more, for the purpose of forming a statutory close corporation pursuant to Chapter 607 and/or 621, F.S. (profit), adopts the following Articles of Incorporation:

Article I

NAME

The name of this corporation shall be A & C Bearing Co.

Article II

PRINCIPAL OFFICE

The principal place of business/mailling address is 2705 54th Avenue North, Ste. 8, St. Petersburg, Florida 33714.

Article III

PURPOSE

The purposes for which the corporation is organized are as follows:

1. To sell, and otherwise distribute bearings and to provide services incident thereto.
2. To purchase and own real and personal property, enter into contracts and carry on any activity necessary, appropriate, or incidental to the accomplishment or furtherance of the purpose of this corporation. The Corporation may invest its funds in real estate, mortgages, stocks, bonds and any other type of investments, all in accordance with Florida Statutes, Chapters 607 and 621.
3. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

## Article IV

### **SHARES**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares having a par value of \$1.00 per share. Such shares shall be of a single class of common stock. None of the shares of the Corporation may be issued or transferred to anyone other than members of the Directors' immediate family, which immediate family consists of their spouses, lineal descendants, including adopted children and stepchildren, and the spouse of any lineal descendants, and brothers and sisters, unless by unanimous consent of all shareholders.

## Article V

### **INITIAL DIRECTORS**

The Corporation shall be managed by a Board of Directors of three (3) Directors. The Directors shall be selected as provided by the bylaws of the Corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors is as follows:

Frances V. Moyer	10722 59th Avenue North	Seminole, Florida 33772
Christopher W. Moyer	2705 54th Avenue North, Ste. 8	St. Petersburg, Florida 33714
Beverly Debysingh	1627 Saddle Creek Circle # 1535	Arlington, Texas 76015

## Article VI

### **REGISTERED AGENT**

The name and street address of the initial registered agent is Christopher W. Moyer, 2705 54th Avenue North, Ste. 8, St. Petersburg, Florida 33714.

## Article VII

### **COMMENCEMENT OF CORPORATE EXISTENCE**

Corporate existence shall commence on May 1, 2001.

**Article VIII**  
**INDEMNIFICATION**

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

**Article IX**  
**INCORPORATOR**

The name and address of the incorporator of this Corporation is:

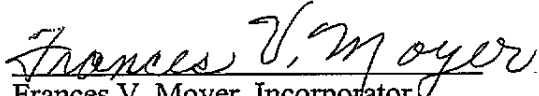
NAME  
Frances V. Moyer

ADDRESS  
10722 59th Avenue North  
Seminole, Florida 33772

**Article X**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this the sixth day of April, 2001.

  
Frances V. Moyer, Incorporator

FILED  
01 APR 11 PM 2:28  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

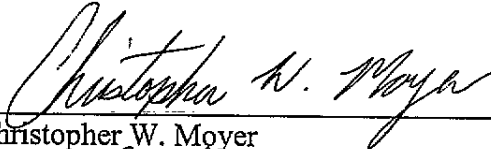
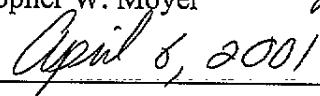
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

The undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is: **A & C Bearing Co.**
2. The name and address of the registered agent and office is:

Christopher W. Moyer  
2705 54th Avenue North, Ste. 8  
St. Petersburg, Florida 33714

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

  
\_\_\_\_\_  
Christopher W. Moyer  
  
\_\_\_\_\_  
Date