

TRANSMITTAL LETTER

PO 1000100439

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

SUBJECT:

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

200004637412--8

-10/16/01--01006--001

\*\*\*\*\*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 of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM:

Name (Printed or typed)

John F. Froehlich, C.P.A.  
12773 W. Forest Hill Blvd. Suite 214  
Wellington, FL 33414  
(561) 795-9500

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
01 OCT 15 AM 7:04

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

**ARTICLES OF INCORPORATION  
OF**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I NAME**

The name of the corporation shall be Gritzalis Auto Transport, Inc.

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

**ARTICLE III CAPITAL STOCK**

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

**ARTICLE IV ADDRESS**

The street address of the initial registered office of the corporation shall be 12773 West Forest Hill Boulevard, Suite #214, Wellington, FL 33414, and the name of the initial Registered Agent for the corporation at that address is Foko Gritzalis.

**ARTICLE V SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued there under. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

**ARTICLE VI TERM OF EXISTENCE**

This corporation shall exist perpetually.

FILED STATE  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
01 OCT 15 AM 7:04

## **ARTICLE VII LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

## **ARTICLE V-LII SELF DEALING**

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Foko Gritzalis, President

## **ARTICLE IX INCORPORATOR**

The name and address of the incorporator is: Gritzalis Auto Transport, Inc. 12773 West Forest Hill Boulevard, Suite #214, Wellington, FL 33414.

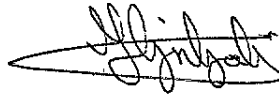
**DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT**

The following is submitted in compliance with the laws of the State of Florida. Gritzalis Auto Transport, Inc., a corporation organizing under the laws of the State of Florida, with its principal office located at 12773 West Forest Hill Boulevard, Suite #214, Wellington, FL 33414, has named Foko Gritzalis whose address is 12773 West Forest Hill Boulevard, Suite #214, Wellington, FL 33414, as its Agent to accept service of process within this State.

**ACCEPTANCE:**

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:



FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
01 OCT 15 AM 7:04

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, this day personally appeared Foko Gritzalis who after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 10 day of October, 2001

Notary Public

State of Florida  
My commission Expires:

June 7, 2002

