

Florida Department of State

Division of Corporations
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To:

Division of Corporations

Fax Number : (850)205-0381

from:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255
Phone: (305)634-3694
Fax Number: (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

miami truck wash inc.

Certificate of Status	0
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SECRETARY OF STATE
ANALYSEEF FLORIDA

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION of MIAMI TRUCK WASH INC.

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Miami, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I CORPORATE NAME

The name of this corporation is Miami Truck Wash Inc.

ARTICLE II SHARES

The total number of shares which the corporation shall have authority to issue is 500 shares with a par value of \$1.00 per share.

ARTICLE III REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Federico A. Gonzalez Miami Truck Wash Inc. 5175 NW 113rd Ct Dade County Miami,, Florida 33178

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ARTICLE IV PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE V DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

Princess L. Chamorro 5175 NW 113rd Ct Miami, FL 33178

Federico A. Gonzalez 5175 NW 113rd Ct Miami, FL 33172

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

The directors shall be divided into 3 classes, the number of directors to be allocated to each class to be as nearly equal as possible and with the term of office in one class expiring each year after the initial annual meeting of shareholders.

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

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ARTICLE VII OTHER PROVISIONS

<u>Preemptive Rights.</u> The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Princess L. Characto, Incorporator 5175 NW 1/3yd Ci

5175 NW A Y3rd Ci Miami, FL/33178

State of Florida, County of Dade, ss:

Subscribed and sworn to (or affirmed) before me this __lst day of _April__2002 -

Notary Public

ULSES LOPEZ

MY COMMISSION & CC 609531

MY COMMISSION & CC 609531

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in com--pliance with said Act.

That Miami Truck Wash Inc. . desiring to organize under that Laws of State of Florida with its principal office as indicated in the Articles of Incorporation of the City of Miami, County of Dade, State of Florida, has named: Federico A. Gonzalez. Located at: 5175 NW 113rd Ct. Miami, Fl. 33178

State of Florida, County of Dade, at its agent to accept services of process withing this State.

Having been named to accept services of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Registered Agent

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