

PO2000097883

#1824-000

Florida Department of State
Division of Corporations
Public Access System

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.

(((H02000194118 4)))

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)205-0381

From:

Account Name : MURAI, WALD, BIONDO, MORENO, P.A.
Account Number : 076150002103
Phone : (305)358-5900
Fax Number : (305)358-9490

FILED
02 SEP 10 AM 9:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

ESE CAR CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	05 ✓
Estimated Charge	\$70.00

D. WHITE SEP 11 2002

((FAX AUDIT NO. ((H02000194118)))

02 SEP 10 AM 9:39

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

ESE CAR CORPORATION,

a Florida corporation

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

ARTICLE I
NAME

The name of the corporation is ESE CAR CORPORATION, a Florida corporation.

ARTICLE II
DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III
NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of Common Stock of a par value of \$1.00 per share. Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. There shall be no cumulative voting. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities. Except as otherwise specifically required by law, or except as specifically provided in these

This document prepared by:
Gerald J. Biondo, Esq.
Murai, Wald, Biondo & Moreno, P.A.
25 S.E. 2nd Ave., #900
Miami, Florida 33131
Tel: (305)358-5900
Fla. Bar No. 581410

articles of incorporation, all matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon.

ARTICLE V
INITIAL REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the corporation in the State of Florida is 900 Ingraham Building, 25 Southeast 2nd Avenue, Miami, Florida 33131 and the name of the initial registered agent of this corporation at that address is Murai, Wald, Biondo & Moreno, P.A. The Principal Office shall be at 417 E. Sheridan Street, PMB #129, Dania Beach, FL 33004.

ARTICLE VI
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Murai, Wald, Biondo & Moreno, P.A., 25 S.E. 2nd Avenue, Suite 900, Miami, Florida 33131.

ARTICLE VII
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE IX
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

SEP-10-2002 TUE 12:08 PM Murai Wald Biondo

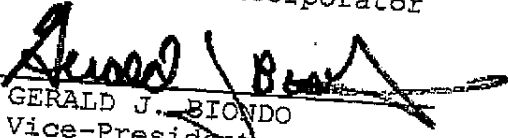
FAX NO. 305 358 9490

P. 04

((FAX AUDIT NO (((H0200019411

IN WITNESS WHEREOF, the undersigned incorporator has executed
these Articles of Incorporation this 6th day of September, 2002.

Murai, Wald, Biondo
& Moreno, P.A., Incorporator

By: 
GERALD J. BIONDO
Vice-President

SEP-10-2002 TUE 12:09 PM Murai Wald Biondo

FAX NO. 305 358 9490

P. 05

((FAX AUDIT NO (((H02000194118 4))
FILED

CERTIFICATE OF REGISTERED AGENT
OF
ESE CAR CORPORATION,
a Florida corporation

02 SEP 10 AM 9:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Fla. Stat. §607.0501 the following is submitted:

That ESE Car Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named Murai, Wald, Biondo & Moreno, P.A., located at 900 Ingraham Building, 25 Southeast 2nd Avenue, Miami, Florida 33131, as its agent to accept service of process within this State.

A C K N O W L E D G M E N T

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said Act relative to the obligations of such registered agent, with which the undersigned acknowledges it is familiar.

Dated this 9th day of September, 2002.

MURAI, WALD, BIONDO
& MORENO, P.A.

By: Gerald J. Biondo
Name: GERALD J. BIONDO
Title: Vice President

G:\DATA\DELVALLE\ESE Car Corp\ARTICLES

This document prepared by:
Gerald J. Biondo, Esq.
Murai, Wald, Biondo & Moreno, P.A.
25 S.E. 2nd Ave., #900
Miami, Florida 33131
Tel: (305) 358-5900
Fla. Bar No. 581410