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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*Robert T. Gilligan*  
*Attorney at Law*

4431 S.W. 64 AVENUE  
SUITE 116  
DAVIE, FLORIDA 33314

TELEPHONE: 584-1998

December 19 , 2002

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

RE: C & C - L Auto Parts, Inc.

Dear Sir/Madam:

For the purpose of causing incorporation of the captioned entity, I enclose original and one copy of the Articles of Incorporation and my draft of \$122.50 in payment of the following costs:

Filing Fee	\$35.00
Resident Agent Designation	35.00
Certified Copy of Articles	<u>52.50</u>
	<b>\$122.50</b>

At your earliest convenience, please provide the undersigned with a certified copy of the Articles.

Sincerely,

  
Robert T. Gilligan

RTG  
Encl

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**ARTICLES OF INCORPORATION  
OF  
C & C - L AUTO PARTS, INC.**

THIS IS TO CERTIFY that we, the undersigned, do hereby associate ourselves into a corporation for profit under the general laws of the State of Florida, and do hereby certify that:

**ARTICLE I**

The name of the corporation is C & C -L Auto Parts, Inc.

**ARTICLE II**

This corporation shall have perpetual existence commencing on the date of filing of these articles with the Department of State.

**ARTICLE III**

This corporation is organized for the purpose of engaging in all activities and business endeavors permitted and legal under the laws of the State of Florida.

**ARTICLE IV**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE V**

The principal place of business and mailing address of the corporation is 3521 SW 36 Street, Hollywood, FL 33023.

**ARTICLE VI**

This corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws.

**ARTICLE VII**

The name and address of the member of the initial Board of Directors of this corporation is Clarence C. Latchu, 3521 SW 36 Street, Hollywood, FL 33023.

#### **ARTICLE VIII**

The name and address of the incorporator of these Articles of Incorporation is Clarence C. Latchu, 3521 SW 36 Street, Hollywood, FL 33023.

#### **ARTICLE IX**

This corporation shall indemnify and protect any officer or director, any former officer or director, to the full extent permitted by the law.

#### **ARTICLE X**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and all rights herein conferred upon the shareholders are subject to this reservation.

#### **ARTICLE XI**

The amount of paid-in capital with which the corporation shall begin business has and shall not be less than Five Hundred Dollars (\$500.00), to be paid either in cash, merchandise, real estate, machinery or services as may be determined by the Board of Directors, and the total amount of shares of stock authorized to be issued by this corporation shall be one hundred shares (100) having no par value.

#### **ARTICLE XII**

The name and address of the initial registered agent is Clarence C. Latchu, 3521 SW 36 Street, Hollywood, FL 33023.

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 11 day of December, 2002.

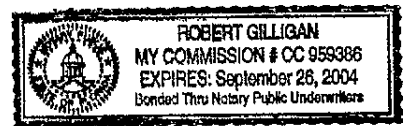
Clarence C. Latchu.  
Clarence C. Latchu

STATE OF FLORIDA            }  
                                      }  
COUNTY OF BROWARD        }

The foregoing instrument was acknowledged before me this 11 day of December, 2002, by Clarence C. Latchu, who is known to me personally or has produced identification and who did take an oath.

[Signature]  
Notary Public, State of Florida

My Commission expires:



**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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 **C & C - L Auto Parts, Inc., Inc.**
2. The name and address of the registered agent and office is **Clarence C. Latchu, 3521 SW 36 Street, Hollywood, FL 33023.**

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

Dated: December 14<sup>th</sup>, 2002

Clarence C. Latchu  
RESIDENT AGENT

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