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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT CORPORATION OR P.A.

A-MAX AUTO RENTALS, INC.

Certificate of Status	0
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Articles of Incorporation
Of
A-Max Auto Rentals, Inc

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In Compliance with Florida State Statute, Chapter 621
For-Profit Corporation

Article 1

Name The name of the corporation shall be:

A-Max Auto Rentals, Inc.

Article 2

Principal Office

The principal place of business and mailing address is:

3600 South State Road 7
Suite # 12
Miramar, Florida
33023

Article 3

Purpose The corporation is formed to engage in any lawful act or activity for which a corporation may be organized under Florida State Statutes provided that it is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body.

Article 4

Shares The number and address is 500 Shares @ value of .00001 cents per share.

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Article 5

Officers and directors The name and address of the initial officers are:

President

Marc Goodkin
3600 South State Road 7
Suite # 12
Miramar, Florida 33023

Vice-President

Ivan Goodkin
3600 South State Road 7
Suite # 12
Miramar, Florida 33023

Secretary/Treasurer

Paul M. Dolnier
3600 South State Road 7
Suite # 12
Miramar, Florida 33023

Article 6

Registered Agent

The name and Florida Street Address of the registered agent is:

Paul Dolnier
3600 South State Road 7
Suite # 44
Miramar, Florida 33023

Article 7

Incorporator

The name and address of the Incorporator is:

Paul M. Dolnier
3600 South State Road 7
Suite # 44
Miramar, Florida 33023

Article 8

During the initial meeting of the corporation and its officers the following resolution was proposed, accepted and approved by a majority vote of the corporation officers. On January 2, 2003 as stated in the following agreement:

Indemnification Agreement and Covenant Not To Sue

Agreement, made and entered into as of January 2, 2003, between A-Max Auto Rentals, Inc., a newly to be formed Florida For-Profit Corporation and Marc Goodkin, Ivan Goodkin & Paul Dolnier, (collectively herein, the Indemnities)

Witnessed

Whereas, at the request of the Corporation, Indemnities currently serves as Officers and/or Directors of the Corporation may, therefore, be subjected to actions, suits or proceedings by reason of such service and;

Whereas, the parties desire to set forth their agreement regarding indemnification:

Now, Therefore, for and in consideration of the mutual promises contained herein, and other good and value consideration, the parties agree as follows:

1. Acts or Omissions covered by this agreement. The Agreement shall cover any act or omission by Indemnities which:
 - 1.1 Occurs or is alleged to have occurred by reason of its being or have been the officers and/or directors of this corporation.
 - 1.2 Occurs or is alleged to have occurred before, during or after when the Indemnities served as officers and/or directors of the corporation.

- 1.3 Gives rise to, or is the direct or indirect subject of a claim in any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative or any investigative action, at any time or times whether during or after the Indemnities services as a officer or director of the corporation.

Article 8 (continued)

2. Indemnity and Covenant Not To Sue. Subject to the provisions of Florida Statute Section 607.0850

2.1 The Corporation shall indemnify, to the fullest extent permitted by the corporation's Article of Incorporation and by laws, and regardless of any by-law provisions to the contrary, Indemnities, from and against any expenses (including attorney's fees), judgments, fines, taxes, penalties, and amounts paid in settlement actually and reasonably incurred by the Indemnities in connection with any threatened, pending or completed action, suit, or proceeding whether civil, criminal, administrative or investigative in nature, by reason of the fact that they are or were officers and/or directors of the corporation or was or were serving at the request of the corporation as officers and/or directors.

2.2 The corporation agrees that it will never institute any action or suit at law or in equity against Indemnities, or institute, prosecute, or in any way aid in the institution or prosecution of any claim, demand, action or cause for damages, loss of services, expenses, or compensation for or on account of any damage, loss or injury either to persons or property, or both whether developed or undeveloped, resulting or to result, known or unknown, past, present, or future, arising out of the Indemnities services to the corporation.

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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.

Paul Dolnier
Signature of Registered Agent

1-28-2003
Date

Paul Dolnier
Signature of Incorporator

1-28-2003
Date

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