P03000126953

(Requestor's Name)

Sylvia R. Rolle
1850 NW 62nd Ter.
Miami, FL 33147-7830

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _______ Certificates of Status _______

Special Instructions to Filing Officer:

Office Use Only

200024175982

10/31/03--01061--003 **78.75

FILED
03 OCT 31 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

03 OCT 31 AM 8:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATION OF INCORPORATION
OF
PIT STOP COMMERCE, INC.

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation for profit, with the rights, powers, privileges and immunities hereinafter mentioned, and we hereby make, subscribe, acknowledge and to that end, we do, by this Certificate, set forth:

ARTICLE I.

The name of this corporation (which is hereinafter called the "Corporation") is: PIT STOP COMMERCE, INC.

ARTICLE II.

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to-wit:

(a) To act as wholesalers, retailers, distributors and merchandisers of and for every kind of consumer product;

(b) To act as brokers or representatives for every kind of consumer product, tangible and intangible;

(c) To subscribe for, invest in, purchase or otherwise acquire to own, hold, sell, exchange, pledge or otherwise dispose of securities of every nature and kind, including, without limitation, all types of stocks, bonds, debentures, or obligations or evidences of indebtedness or ownership or participation issued or created by any and all associations, trusts or corporations, public or private, whether created, established or organized under the laws of the United States, any of the States, or any territory or district or colony or possession thereof, or under the laws of any foreign country, and also foreign and domestic government and municipal obligations, bank acceptances, commercial paper and secured call loans; to pay for the same in cash of property or by the issue of stock, bonds or notes of this Corporation or otherwise; and while owning or holding any such securities, to exercise all the rights, powers and privileges of a stockholder or owner, including the right to transfer and convey the said stock or other securities to one or more persons, firms, associations, subject to voting trusts or other agreements, placing in such persons voting or other powers in respect of said stocks or other securities; to borrow money or otherwise obtain credit, and to secure the same by mortgaging, pledging or otherwise subjecting as security the assets of this Corporation.

(d) To build, erect, construct, purchase, hire or otherwise acquire, own, provide, establish, maintain, hold, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of all kinds of property of whatsoever nature, whether real, personal or mixed, or acquire any interests or rights therein without limits as to amounts; to draw, endorse, accept, discount and deliver bills of exchange, promissory notes, bonds, debentures, and other negotiable instruments of whatsoever nature, and secure the same by mortgage on its property or otherwise; to issue on commission or subscribe for, take, acquire, hold, and exchange and deal in shares of stock, bonds, obligations or securities of any government or authority, individual, or corporation.

(e) To carry on the business of a holding company and acquire any mercantile or commercial business, trade or enterprise permitted by the laws of the State of Florida.

(f) To engage in the sales and commission business, and to do all things necessary in connection with the operation of a sales and commission agency, as well as to engage in other similar and allied businesses incidental to a sales and commission agency, which said agency will operate both within and without the continental limits of the United States of America.

(g) To own, conduct, operate, and maintain a store or stores or distribution centers, warehouses, lofts, lots, storage centers or other outlets for the purpose of selling and brokering the sale of merchandise, or any other incidental business.

(h) Generally, to make, and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the Corporation, to do and perform any other act or thing, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which are now, or hereafter may be authorized by law, and generally to do and perform any and all things necessary or incidental to the performance of carrying out the powers hereinabove specifically delegated or implied.

ARTICLE III.

The stock of this Corporation shall be divided into one-hundred (100) shares of stock of the par value of one dollar ($1.00) per share, all of one class, namely, Common Stock, and having an aggregate par value of one dollar ($1.00). All said stock shall be payable in cash, property, labor, or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; property, labor or services may be purchased or paid for with the capital stock, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV.

The amount of capital with which this Corporation shall begin business shall be no less than two-hundred dollars ($200.00).

ARTICLE V.

The principal place of business of the Corporation shall be 1850 Northwest 62nd Terrace, Miami, Florida 33147, with the privilege of having branch offices within and withou the State of Florida.

ARTICLE VI.

This Corporation shall have perpetual existence.

ARTICLE VII.

The names and post office addresses of the first Board of Directors of the Corporation, who shall hold office for the first year, or until their successors are chosen shall be:

SYLVIA REYNOLDS ROLLE 1850 N.W. 62nd Terrace, Miami, Florida 33147	Director
DAMON ALVIN ESPY 930 Northeast 133tf Street, Miami, Florida 33161	Director
JAMES MULLINS FORD 1829 N.W. 3rd Avenue, Miami, Florida 33126	Director

ARTICLE VIII.

The number of Directors of the Corporation shall be not less than three (3) nor more than fifteen (15).

ARTICLE IX.

The name, and post office address of the President, Vice-President, and Secretary-Treasurer, who shall hold office until successors are elected or appointed or have qualified is:

SYLVIA REYNOLDS ROLLE 1850 N.W. 62nd Terrace, Miami, Florida 33147	President, Vice-President, and Secretary-Treasurer

ARTICLE X.

The name and post office address of each subscriber and the number of shares which each agrees to take are:

SYLVIA REYNOLDS ROLLE	100 Shares

Total Shares = 100 Shares of all the stock of the Corporation.

IN WITNESS WHEREOF we have hereunto set our hands and seals, and acknowledged to be filed in the Office of the Secretary of State the foregoing Certificate of Incorporation, this 27th day of October, 2003.

Sylvia Reynolds Rolle (SEAL)
SYLVIA REYNOLDS ROLLE

COUNTY OF DADE)
) SS:
STATE OF FLORIDA)

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared SYLVIA REYNOLDS ROLLE, and acknowledged before me that she signed the foregoing Certificate of Incorporation for the purposes herein expressed.

WITNESS my hand and official seal at the City of Miami, County of Dade, State of Florida, this 27th day of October, 2003.

Cleaster G Macourek
My Commission DD165612
Expires February 03, 2007

NOTARY PUBLIC, State of Florida at Large

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That PIT STOP COMMERCE, INC., qualified to do business under the laws of the State of Florida, with its principal office at Miami, County of Dade, State of Florida, has appointed SYLVIA REYNOLDS ROLLE, 1850 N.W. 62nd Terrace, 33147, City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named Corporation, at a place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: ______________________
SYLVIA REYNOLDS ROLLE
(Resident Agent)

FILED
03 OCT 31 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA