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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
04 JAN 26 PM 4:34

**AMERICA OVERHAUL REPAIR & SERVICES, INC.**  
**3501 West Vine St. Suite 329**  
**Kissimmee FL 34741**

January 19, 2004

**FLORIDA DEPARTMENT OF STATE**  
**Division of Corporations**  
**P.O. Box 6327**  
**Tallahassee FL 32314**

Re: *Incorporation of:*  
*AMERICA OVERHAUL REPAIR & SERVICES, INC.*

*Dear Secretary of State*

Enclosed you can find original and copy of the Articles of Incorporation of **AMERICA OVERHAUL REPAIR & SERVICES, INC.**

In addition, find enclosed money order payable to the Secretary of State in the amount of \$70 which includes the statutory filling fee. Your assistance in establishing this corporation is appreciated.

Best Regards,

  
**NINOSKA C. LINDO**

**ARTICLES OF INCORPORATION**  
**OF**  
**AMERICA OVERHAUL REPAIR & SERVICES, INC.**

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The undersigned, for forming a corporation under the Florida Corporation Act, hereby adapt the following Articles of Incorporation:

**ARTICLE I**  
**NAME**

The name of this corporation shall be: **AMERICA OVERHAUL REPAIR & SERVICES, INC.**, also within and without the state of Florida and in the United States of America and foreign countries as may from time to time be deemed desirable or expedient,

**ARTICLE II**  
**TERM OF EXISTENCE**

The term of existence of the corporation is perpetual.

**ARTICLE III**  
**GENERAL PURPOSE**

The purpose for which the corporation is organized are:

1. To engage in any activities or business or transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can in the opinion of the Board of Directors of the Corporation, be advantageously carried on or in connection with or auxiliary to be foregoing business.
2. To do other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.
3. To maintain offices in connection with said business and where necessary, to build or construct new facilities in connection with its business.
4. To buy, sell alter and change, let or hire, export or deal in all kind of articles and things which may be required for the purposes of any said business, or commonly supplied or dealt in by persons engaged in any such business.
5. To engage in any activity or business permitted under the Laws of the United States and the State of Florida.

**ARTICLE IV  
CAPITAL STOCK**

The aggregate number of shares that the corporation is authorized to issue is 1,000 all of the common stock with a par value of one (\$1.00) dollar per share.

**ARTICLE V  
INITIAL REGISTER OFFICE**

The following was designated as the address of the initial Registered Office and the principal Office for this corporation:

*3501 West Vine Street Suite#329  
Kissimmee FL 34741*

The person designated as the initial Registered Agent for the purpose of receiving service of process in the corporate name at the principal address is:

*Ninoska C. Lindo*

**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

This corporation shall have not less than one (01) Director.

The number of Directors may be either increased or decreased from time to time by laws of the corporation.

The name and address of the initial Board of Directors, who subject to the provisions of the articles of incorporation, the by laws of this corporation, and the laws of the state of Florida, shall hold an office for the first year of the corporation's existence or until successors are elected and have qualified, are as follows:

*MARLO JOSE MENDEZ    3040 Aloma Avenue, Apt. #11, Winter Park, FL 32792*

*MORAIMA SULBARAN    3040 Aloma Avenue, Apt. #11, Winter Park, FL 32792*

*DIEGO A. VILLASMIL    3040 Aloma Avenue, Apt. #11, Winter Park, FL 32792*

**ARTICLE VII**

## **INITIAL OFFICERS**

**MARLO JOSE MENDEZ**                      *President*  
**MORAIMA SULBARAN**                      *Vice President*  
**DIEGO A. VILLASMIL**                      *Secretary*

## **ARTICLE IX AMENDMENTS**

This corporation reserves the right of amendmend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, but only by vote of at least two third parties of the shareholders.

## **ARTICLE X DISSOLUTION**

Dissolution of this corporation may be affected by the provisions of the Florida statutes. IN WITNESS WHEREOF, the following incorporator (s) have hereunto set their hands and seals this 1<sup>st</sup>. \_\_\_\_\_ at Kissimmee Florida, Osceola County.

**MARLO JOSE MENDEZ**

**MORAIMA SULBARAN**

**DIEGO A. VILLASMIL**

## **ACCEPTANCE OF REGISTERD AGENT**

Having been named to accept service of process for the above name corporation, at place designated in these Articles of Incorporation, I hereby accept and agree to act in this capacity.

  
**NINOSKA C. LINDO**

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