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05 JAN -5 PM 3:14

NO 4-46409

Antonio Vallejo GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Min. Assess  
DATE 1/5/05  
DOC. EXAM Devin Brown

DB 1/6

## TRANSMITTAL LETTER

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

**SUBJECT:** WORLDWIDE AUTO MART Inc.

**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** Antonio J. Vallejo

Name (Printed or typed)

1263 SKYLARK Drive

Address

Wesston, Florida 33327

City, State & Zip

(954) 394-7792

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

RECEIVED

04 DEC 29 AM 10:32

December 20, 2004

ANTONIO J. VALLEJO  
1263 SKYLARK DRIVE  
WESTON, FL 33327

SUBJECT: WORLDWIDE AUTO MART INC.  
Ref. Number: W04000046409

We have received your document for WORLDWIDE AUTO MART INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6972.

Doris Brown  
Document Specialist  
New Filings Section

Letter Number: 504A00070621

# ARTICLES OF INCORPORATION

OF

## WORLDWIDE AUTO MART Inc.

SECRET  
DIVISION  
05 JAN -5 PM 3:14

The undersigned subscribers, natural persons competent to contract, hereby associate themselves together to form a Corporation under the Laws of the State of Florida, Chapter 607 and/or Chapter 621, F.S. (profit), and subject to the following provisions:

### ARTICLE I - NAME

The name of the Corporation shall be:

#### WORLDWIDE AUTO MART Inc.

1263 SKYLARK Drive - WESTON, FLORIDA 33327-2380

### ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation.

### ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business, including but not limited to:

- a) Any and all lawful business.
- b) Pursue its purposes and business in any and all locations foreign and domestic.
- c) Acquire, own, hold, develop, deal in and with, maintain and operate, unlimitedly, such real and personal property of every kind and description within and with out the State of Florida.
- d) Buy and sell real and personal property of any nature whatsoever.
- e) Convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise deal with any property.
- f) Import and export wares, goods and merchandise of any nature whatsoever.

- g) Carry on all or any of the business of manufacturers, producers, fabricators, processors, distributors, purchasers and sellers of products and supplies of every kind, character and nature.
- h) Purchase, hold, sell, transfer or deal in any manner with or in stocks, bonds, obligations, securities or interests of its own, or of any other person, firm or corporation.
- i) Pay cash or issue capital stock, debentures, bonds, mortgages, or other obligations of the corporation for any acquisition by the corporation and for any other lawful purpose.
- j) Engage in the acquisition, ownership, sale, distribution and licensing of patents, improvements and franchises, trademarks and trade names, and to operate thereunder.
- k) Enter into, make and perform contracts of every kind and description with any person with any person, firm or association, corporation and body politic conducive to the attainment of any of the objectives or purposes of the Corporation.
- l) Enter into any and all types of agreements relating to financing, factoring and guarantees and to guarantee and secure, in any way, the debts or obligations of any other person, firms and or corporations.
- m) Guarantee performance by any other person and or entity.

In general, this Corporation may, without restriction, perform any and all acts and functions permitted by law.

#### **ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock which the Corporation shall have outstanding at any one time shall be 1,000 shares of common stock at one dollar (\$1.00) par value per share and shall be known as Section 1244 Stock as such stock term is defined in the Internal Revenue Code.

All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in other assets transferred to the Corporation, at a true valuation as of the time of the exchange for stock fixed by the Board of Directors of this Corporation.

#### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the registered agent of this Corporation is:

ANTONIO J. VALLEJO  
1263 SKYLARK Drive  
WESTON, FLORIDA 33327-2380

## **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This Corporation shall have two directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the Bylaws, but shall never be less than one (1).

The name of and address of the directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
ANTONIO J. VALLEJO	1263 SKYLARK Drive, WESTON, FL 33327
SUSANA J. VALLEJO	1263 SKYLARK Drive, WESTON, FL 33327

## **ARTICLE VII - INCORPORATOR**

The name and address of each person signing these Articles of Incorporation as subscriber is:

ANTONIO J. VALLEJO	1263 SKYLARK Drive, WESTON, FL 33327
SUSANA J. VALLEJO	1263 SKYLARK Drive, WESTON, FL 33327

## **ARTICLE VIII - PREEMPTIVE RIGHTS**

In the event of an issue of non-issued capital stock or of new stock, should the stock be increased, the existing stockholders at the time of such issue shall have the right to subscribe for and to purchase such stock so issued in a number of shares proportioned to the amount owned at the time of said subsequent issue. In the event that one or more of the stockholders shall fail or refuse to exercise their option, his or their right to subscribe shall inure to the benefit of the other stockholders.

Written notice of intention to issue non-issued capital stock or new stock shall be given by the Corporation to all stockholders and the stockholders shall notify to the Corporation of their intention to subscribe within fifteen (15) days after such notice.

## ARTICLE IX - AMENDMENT

This Corporation serves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by law.

Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The Directors of this Corporation shall have the power to make or amend the bylaws and to fix any amount to be reserved for working capital. The private property of the stockholders shall not be subject to the payment of corporate debts in any extent whatever. The corporation shall have the first lien on the shares of its members and upon the dividends due to them or any indebtedness of such members of the Corporation.

IN WITNESS WHEREOF, the undersigned, being the original subscribers to the capital stock do make and file these Articles of Incorporation for the purpose expressed, hereby declaring and certifying that the facts herein stated are true, and hereunto set our hands and seals, this 16<sup>th</sup> day of December of 2004.



Antonio J. Vallejo

DEC. 16<sup>th</sup>, 2004

Date



Susana J. Vallejo


DEC. 16, 2004

Date

STATE OF FLORIDA     )  
COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority personally appeared ANTONIO J. VALLEJO and SUSANA J. VALLEJO known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and acknowledge before me that they signed and executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, this 16<sup>th</sup> day of December of 2004.

  
Notary Public, State of Florida

My commission expires:





**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the Corporation is:

WORLDWIDE AUTO MART INC.

2. The name and address of the registered agent and office is:

ANTONIO J. VALLEJO

(Name)


1263 SKYLARK DRIVE

(P.O. Box NOT acceptable)

WESTON, FLORIDA 33327

(City/State/Zip)

*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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
Signature

DECEMBER 23, 2004  
Date

FILED  
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