

**P05000031793**

Division of Corporations

Page 1 of 1

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000046840 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : LAZARUS CORPORATE FILING SERVICE, INC.  
Account Number : I20000000019  
Phone : (305) 552-5973  
Fax Number : (305) 220-1440

05 MAR -2 AM 9:32

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**PRIMOS TOWING INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

W-9815  
W-10141

Electronic Filing Menu

Corporate Filing

Public Access Help

MAR-02-05 WED 05:21 PM  
880-205-0381

FAX: PAGE 1  
2/28/2005 11:58 PAGE 001/001 Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

February 28, 2005

LAZARUS

SUBJECT: PRIMOS TOWING INC.  
REF: W05000010741

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

\* The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6929.

Justin M Shivers  
Document Specialist  
New Filings Section

FAX Aud. #: H05000046840  
Letter Number: 205A00013765

H 05 000 04 6840

**CERTIFICATE OF INCORPORATION**

**OF**

**PRIMOS TOWING INC.**

We, the undersigned subscribers to these Articles of Incorporation natural persons competent to contract from a Corporation the Laws of the State of Florida.

**ARTICLE I, NAME OF CORPORATION:**

The name of the Corporation shall be **PRIMOS TOWING INC.**

**ARTICLE II, GENERAL NATURE OF THE BUSINESS:**

The general nature of the business and the object and purpose to be transacted and carried are:

To conduct business not prohibited by the Laws of the United States and the State of Florida.

To conduct business to have one or more officers in buy, sell, import, export, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and in other countries to conduct debts and borrow money, issued and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer or corporate properties, or instruments to secure the payments of corporate indebtedness as require.

To purchase the corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation on the State of Florida, or any other State or government and while owner of such stock to exercise all rights, powers and privileged of ownership, including the right to vote such stock.

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
05 MAR -2 AM 9:32

H 05 000 04 6840

H 0 5 0 0 0 0 4 6 8 4 0

**ARTICLE III, CAPITAL STOCK:**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares at \$ 1.00 per share. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the board of Director thereof, and may be paid in cash, labor or services.

**ARTICLE IV, INITIAL CAPITAL:**

The number of shares with which this Corporation shall commence business is not less than 100 common stock, and the amount of capital with which this Corporation shall commence business will not be less than One Hundred Dollars (\$ 100.00).

**ARTICLE V, TERM:**

The Corporation shall continue perpetually, unless sooner dissolved according to laws.

**ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:**

The initial place of business of said Corporation in this State shall be 8600 NW S. RIVER DR SUITE 235 MIAMI, FLORIDA 33186. But the Board of Directors may from time to time, move the principal place of the office to any other address in the State of Florida.

**ARTICLE VII, DIRECTORS:**

The business of the Corporation shall be conducted by the Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute the quorum. The members of the Board of Directors shall be elected at the annual meeting of Stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at the meeting held immediately after the adjournment of the annual stockholders meeting.

H 0 5 0 0 0 0 4 6 8 4 0

H 05 000 04 6840

**ARTICLE VIII, FIRST BOARD OF DIRECTORS:**

The name and office address of the members of the First Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, are as follows:

DOMINGO BARDELAS  
8600 NW S RIVER DR SUITE 235  
MIAMI, FLORIDA 33166

**ARTICLE IX, SUBSCRIBERS:**

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the Subscriber to the capital stock and the number of the shares subscribed for are as follow:

DOMINGO BARDELAS  
8600 NW S RIVER DR SUITE 235  
MIAMI, FLORIDA 33166  
100 Shares @ 1.00 per  
Share = \$ 100.00

**ARTICLE X, OFFICERS:**

The names and post office addresses of the incorporator, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have elected and qualified, are as follows:

DOMINGO BARDELAS  
President/Vice-President/Secretary/Treasurer  
8600 NW S RIVER DR SUITE 235  
MIAMI, FL 33166

H 05 000 04 6840

H 05 000 04 6640

**ARTICLE XI, AMENDMENT:**

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders' meeting by majority of the stocks entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that certain amendments to these Articles of Incorporation be made.

We, the undersigned, being the original subscribers to the capital stock and Articles of Incorporation, herein above name for the purpose of forming a Corporation to do business within and without the State of Florida, General Act of 1925, and all amendments hereto to make and file this Certificate hereby declaring that the facts herein stated are true and do respectively agree to take the number of shares of stock herein above set forth, and have accordingly set our hands and seal on this 22 day of February 2005.

  
DOMINGO BARDELAS  
President/Vice-President/Secretary/Treasurer

STATE OF FLORIDA        )  
                                  ):ss  
COUNTY OF MIAMI-DADE )

I, HEREBY CERTIFY THAT, on this day, before me, a notary public, duly authorized in the State of Florida and County of Miami-Dade To take acknowledgement DOMINGO BARDELAS; personally to be the person (s) described as subscribers in and who execute the foregoing Articles of

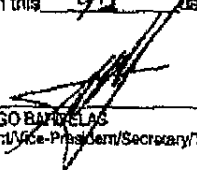
H 05 000 04 6640

H 05 000046840

## ARTICLE XI, AMENDMENT:

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders' meeting by majority of the stocks entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that certain amendments to these Articles of Incorporation be made.

We, the undersigned, being the original subscribers to the capital stock and Articles of Incorporation, herein above name for the purpose of forming a Corporation to do business within and without the State of Florida, General Act of 1925, and all amendments hereto to make and file this Certificate hereby declaring that the facts herein stated are true and do respectively agree to take the number of shares of stock herein above set forth, and have accordingly set our hands and seal on this 9<sup>th</sup> day of February 2005.

  
DOMINGO BARDELAS  
President/Vice-President/Secretary/Treasurer

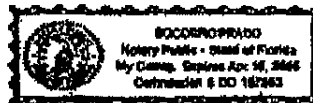
STATE OF FLORIDA     )  
                                  )ss  
COUNTY OF MIAMI-DADE )

I, HEREBY CERTIFY THAT, on this day, before me, a notary public, duly authorized in the State of Florida and County of Miami-Dade To take acknowledgement DOMINGO BARDELAS; personally to be the person (s) described as subscribers in and who execute the foregoing Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS  
9<sup>th</sup> DAY OF February 2005.

  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires:



H 05 000046840

MAR-02-05 WED 05:23 PM

FAX:

PAGE 8

H 05 000 04 6 5 4 2

CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE SERVICE WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

In pursuance of Chapter 48,901, Section 607,184 Florida Statutes, the Following is submitted, in the Compliance with said act:

**FIRST: PRIMOS TOWING INC.**

desiring to organized under Laws of the State of Florida, with the principal Office, as indicated in the Articles of Incorporation, at the City of Miami County of Miami Dade, State of Florida, has named Domingo Bardeas located at 8600 NW S River Dr. Suite 235, Miami, Florida 33166.

as its Agent accepts service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept services of process for the above stated Corporation at 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.

DOMINGO BARDEAS  
Registered Agent

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
05 MAR - 2 AM 9:32

H 05 000 04 6 8 4 0