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SECRETARY OF STATE

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### TRANSMITTAL LETTER

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

SUBJECT: Paragor	Automoti	ve, Inc.		
(Pro	oposed corpora	te name - must include s	uffix)	
Enclosed is an original a for :	nd one (1) co	ppy of the articles of	incorporation and a che	ck
▼ \$70.00	\$78.75	<b>\$122.50</b>	<b>\$131.25</b>	
		_		
FROM:		Lawrence, Jr.		
	Nam	e (printed or typed)		
	6161 Men	orial Hwy. N		
	O TO T PICA	Address		
	Tampa, H	L 33615		
	(	City, State & Zip		
	727-210-	-0834		
	Daytin	ne Telephone number		

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

#### ARTICLES OF INCORPORATION

FILED
06 MAR 17 PM 4: 13
SECRETARY OF STATE

TALLAHASSEE. FLORIDA

**OF** 

#### PARAGON AUTOMOTIVE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

#### **ARTICLE I - NAME OF CORPORATION**

The name of the corporation shall be:

Paragon Automotive, Inc.

#### ARTICLE II - TERM OF EXISTENCE

This corporation shall exist perpetually.

#### **ARTICLE III - ADDRESS**

The principal office and mailing address of the corporation shall be:

6161 Memorial Hwy. N Tampa, FL 33615

#### **ARTICLE IV - PURPOSE**

The corporation has been organized to transact any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes

#### ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock, having a par value of \$.10 per share.

The stock as aforsaid shall be paid for in lawful money of the United States, or in property, labor or services at a just valuation to be fixed by the incorporators, or by the Board of Directors at a meeting to be called for that special purpose.

All voting power of this corporation shall be invested in the common stock above designated.

#### **ARTICLE VI - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds shall have the right to purchase his/her pro rata share thereof at the price at which it is offered to others.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Ulric S. Lawrence, Jr.

6161 Memorial Hwy. N Tampa, FL 33615

#### ARTICLE VIII - SUBSCRIBERS

The name and address of the subscribers of these Articles of Incorporation, the number of shares of stock which he agrees to take and the value of the consideration therefore are:

<u>NAME</u>	<u>ADDRESS</u>	<b>SHARES</b>	<u>VALUE</u>
Ulric S. Lawrence, Jr.	6161 Memorial Hwy. N Tampa, FL 33615	1,000	\$ 100

#### ARTICLE IX - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### **ARTICLE X - REGISTERED AGENT**

The name and address of the initial registered agent is:

Ulric S. Lawrence, Jr.

6161 Memorial Hwy. N Tampa, FL 33615

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Ulric S. Lawrence, Jr., Registered Agent

#### **ARTICLE XI - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

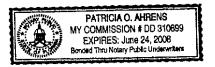
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this \_\_\_\_\_ day of June, 2005.

Ulric S. Lawrence, Jr.

#### STATE OF FLORIDA COUNTY OF PINELLAS

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared ULRIC S. LAWRENCE, JR., who is personally known to me or who produced \_\_\_\_\_\_\_ as identification and who is known by me to be the person who executed the foregoing Articles of Incorporation; and

acknowledged before me that he executed those Articles of Incorporation. WITNESS my hand and official seal this 30th day of June, 2005.



Patricia O Okreno Notary Public

My commission expires:

FILED

## CERTIFICATE OF DESIGNATION OF MAR 17 PM 4: 13 REGISTERED AGENT/REGISTERED OF FLORIDA

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: Paragon Automotive. Inc.
_	
2.	The name and address of the registered agent and office is:
	Ulric S. Lawrence, Jr.
	(Name)
	6161 Memorial Hwy. N (P.O. Box not acceptable)
	Tampa, FL 33615
	(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.

Man (Signature) 3 14 06