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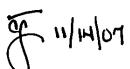


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SECRETARY OF STATE DIVISION OF CORPORATIONS



# **COVER LETTER**

FILEU SECRETARY OF STATE DIVISION OF CORPORATIONS

07 NOV 13 AM 8:01

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

SUBJECT:	A DunDeal Limousine and Transportation Service Inc.				
	(PROPOSED CORPOR	ATE NAME <u>– MUST INCL</u>	UDE SUFFIX)		
Enclosed are an orig	rinal and one (1) copy of the ar	ticles of incorporation and	l a check for:		
\$70.00 Filing Fee	\$78.75  Filing Fee & Certificate of Status	S78.75 Filing Fee & Certified Copy  ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status  PLURED		
FROM:	Linda Smith				
	Name (Printed or typed)  2600 SW 116th Terrace #107  Address				
	Miramar, Florida 33025 City, State & Zip				
954-274-1963 Daytime Telephone number					

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

# **ARTICLES OF INCORPORATION**

**OF** 

# A DunDeal Limousine and Transportation Service Inc.

## A FLORIDA PROFIT CORPORATION

The undersigned, acting as the incorporator of a for profit corporation under the Florida For Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

# ARTICLE I: NAME

The name of the Corporation shall be: A <u>DunDeal Limousine and Transportation Service</u>, <u>Inc.</u> hereinafter referred to as the "Corporation".

#### ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the corporation is 2600 SW 116<sup>th</sup> Terrace #107, Miramar, Florida 33025.

# ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

#### ARTICLE IV: PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and the State of Florida.

## ARTICLE V: CORPORATE CAPITALIZATION

- 5.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is TEN THOUSAND(10,000) shares of common stocks, each share having the par value of ONE CENT (\$0.1)
- 5.2 All holders of shares of common stocks shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

- 5.3 All holders of shares of common stocks, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation
- 5.4 No holder of shares of stocks of any class shall have any preemptive rights to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stocks of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 5.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stocks of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 5.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitation as a dividends, qualifications, or term or conditions of redemption of the stock.

## ARTICLE VI: SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended

- 6.1 The shareholders of this corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.
- 6.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-chapter S of the Internal Revenue Code of 1986, as amended.
- 6.3 Once the Corporation has been elected to be an S
  Corporation, each share of stock issued by the Corporation shall contain the following legend:

"The shares of stocks represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under SubChapter S of the Internal Revenue Code of 1986, as amended."

All of the shares of the stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of the shareholders of the Corporation and transferability of the shares of stocks of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of Corporation.

## ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 2600 SW 116<sup>th</sup> Terrace #107 Miramar, Florida 33025; and Linda Smith is the registered agent of the Corporation at that address.

On October 25, 2007 I, Linda Smith understand and accept the responsibility of registered agent for A DunDeal Limousine and Transportation Service, Inc.

Linda Smith, Registered Agent

# ARTICLE VIII: BOARD OF DIRECTORS

The Board of Directors shall consist of three (3) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the bylaws.

# **ARTICLE IX: OFFICERS**

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers may be provided by the bylaws. The officers are as follows:

Linda Smith, President/ Treasurer 2600 SW 116<sup>th</sup> Terrace #107 Miramar, FL 33025

Santo Dunn, Vice Pres. 1541 NW 133<sup>rd</sup> Street Miami Florida 33167 Santoya Dunn, Secretary 1541 NW 133<sup>rd</sup> Street Miami, Florida 33167

# **ARTICLE X: AMENDMENTS**

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendment shall have been given as provided by the bylaws.

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# ARTICLES XII: INCORPORATOR

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The incorporator of the Corporation is as follows:

Linda Smith 2600 SW 116<sup>th</sup> Terrace Miramar, Florida 33025

IN WITNESS WHEREOF, I, Linda Smith, the undersigned incorporator to these Articles of Incorporation, have affixed my signature thereto on October 25, 2007.

Linda Smith, Incorporator

STATE OF FLORIDA COUNTY OF MIAMI-DADE

The foregoing instrument was sworn to be before me this 25<sup>th</sup> day of October 2007, by Linda Smith, who personally appeared before me at the same time of notarization, and who is personally known to me or have produced a Florida Driver's License as identification.

PRINT: Sandra Dominguez STATE OF FLORIDA AT LARGE

