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(Business Entity Name)

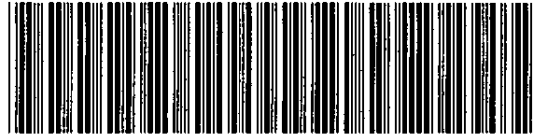
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FILED  
2008 OCT 30 AM 9:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend  
Tlewis  
10-31-08



LAW OFFICES  
**WARCHOL, MERCHANT, ROLLINGS,  
BUCKLEY & POHL, L.L.P.**

A FLORIDA LIMITED LIABILITY PARTNERSHIP  
FEIN 59-2851736

MARTHA S. WARCHOL  
WILLIAM C. MERCHANT  
Certified Circuit Court Mediator  
Court Appointed Arbitrator  
HARVEY ROLLINGS  
Certified Circuit Court Mediator  
J. PATRICK BUCKLEY  
MICHAEL A. POHL  
MARK A. HOROWITZ  
CHARLES C. JONES II, PA  
ANNETTE GIARDINA HABER  
J. DERRICK MAGINNESS

1633 SOUTHEAST 47TH TERRACE  
CAPE CORAL, FLORIDA 33904  
OR  
POST OFFICE BOX 100767  
CAPE CORAL, FLORIDA 33910

(239) 542-0700  
FAX (239) 541-1576

JONES @WMBPLAW.COM

October 22, 2008

Department of State  
Division of Corporations  
Corporate Filings  
2661 Executive Center Circle, West  
Tallahassee, Florida 32301

**Re: Articles of Incorporation, SOUTHWEST RIDE AUTO PAINT AND BODY, INC.**

Dear Secretary:

Pursuant to your request, please find enclosed the Amended Articles of Incorporation for the above-referenced company with the required changes. Upon receipt, please file accordingly. Please note that we did not receive returned our check in the amount of \$35.00 representing your filing fee, therefore, we are assuming the funds for filing are being held in your trust account. If our assumption is incorrect, please call my assistant, Danielle, immediately.

I appreciate your attention to this matter. If you have any questions or concerns regarding the foregoing, please do not hesitate to contact me.

Very Truly Yours,

***Charles C. Jones***  
***Signed in Absence to Avoid Delay***

Charles C. Jones, II, Esquire

CCJ/dl

Encl. (as stated)

RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
OCT 30 AM 8:00





FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 4, 2008

CHARLES C. JONES  
WARCHOL, MERCHANT, ROLLINGS, BUCKLEY  
P. O. BOX 100767  
CAPE CORAL, FL 33910

SUBJECT: SOUTHWEST RIDE AUTO PAINT AND BODY, INC.  
Ref. Number: P08000068974

We have received your document for SOUTHWEST RIDE AUTO PAINT AND BODY, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

**(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.**

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

**(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.**

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

If the corporation is a **PROFIT** corporation it must be signed by a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

If the corporation is a **NOT FOR PROFIT** corporation it must be signed by the chairman or vice chairman of the board, president or other officer - if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

Please return 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) 245-6905.

Thelma Lewis  
Document Specialist Supervisor

Letter Number: 608A00048737



LAW OFFICES  
**WARCHOL, MERCHANT, ROLLINGS,  
BUCKLEY & POHL, L.L.P.**

A FLORIDA LIMITED LIABILITY PARTNERSHIP  
FEIN 59-2451736

MARTHA S. WARCHOL  
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e-mail: [jones@wmrbplaw.com](mailto:jones@wmrbplaw.com)

August 22, 2008

Department of State  
Division of Corporations  
Corporate Filings  
2661 Executive Center Circle, West  
Tallahassee, Florida 32301

Re: **Articles of Incorporation, SOUTHWEST RIDE AUTO PAINT AND BODY, INC.**

Dear Secretary:

Enclosed, please find the Amended Articles of Incorporation for **SOUTHWEST RIDE AUTO PAINT AND BODY, INC.** The appropriate filing fee in the amount of \$35.00 is enclosed. Please feel free to contact me should you have any questions.

Very Truly Yours,

*Charles C. Jones*  
*Signed in Absence to Avoid Delay*

Charles C. Jones  
For the Firm

CCJ/dl  
Enclosure



AMENDED ARTICLES OF INCORPORATION OF  
SOUTHWEST RIDE AUTO PAINT AND BODY, INC.

FILED  
2008 OCT 30 AM 9:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby associate himself for the purpose of forming a corporation under the laws of the State of Florida under the corporate name SOUTHWEST RIDE AUTO PAINT AND BODY, INC. and hereby set forth and declare:

The amendment(s) were approved by the shareholders. The number of ~~votes~~<sup>votes</sup> cast for the amendment(s) by the shareholders was sufficient for approval.

C H A R T E R

Article I

The address of the corporation shall be 2522 Lafayette Street, City of Fort Myers, County of Lee, in the State of Florida.

Article II

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

Article III

The authorized capital stock which the corporation may issue shall be 7500 shares of with \$1.00 par value common stock, which shall be nonassessable and held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine.



#### Article IV

The corporation shall commence business on filing with the Secretary of State.

#### Article V

The corporation shall have perpetual existence, except that the same may be dissolved, as provided by law.

#### Article VI

The principal place for the transaction of its business shall be 2522 Lafayette Street, City of North Fort Myers, County of Lee, in the State of Florida. That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may, by resolution, designate.

#### Article VII

The corporation shall have a Board of Directors of not less than one (1) director, which number may be increased or decreased from time to time. The number of directors each year shall be determined by the Shareholders at their annual meeting, unless the number is fixed by the Bylaws.

#### Article VIII

The Officers by whom the business of said corporation shall be conducted shall be a President, who shall be a Director, a Secretary and a Treasurer and such other officers, agents and factors shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed



by the Bylaws or determined by the Board of Directors. The names and post office addresses of the Officers who shall conduct the business of the corporation until their successors are elected and qualified following the first meeting of Board of Directors shall be:

John Cummings, President and Director  
2522 Lafayette Street  
Fort Myers, Florida 33901

#### Article IX

The amount of indebtedness or liability to which the corporation at any time may subject itself shall be unlimited.

#### Article X

The street address of the initial registered office of this Corporation is 2522 Lafayette Street, City of Fort Myers, County of Lee, State of Florida and the name of the initial registered agent of this corporation at that address is John Cummings.

#### Article XI

Each shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### Article XII

The initial Bylaws of this corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to



time by either the shareholders or the directors. The shareholders may amend, alter, or repeal any Bylaw adopted by the directors. The directors may not alter, amend or repeal any Bylaw adopted by the shareholders, nor may the directors adopt Bylaws which would be in conflict with the Bylaws adopted by the shareholders.

#### Article XIII

Any subscriber or shareholder present at any meeting, either in person, or by proxy, and any directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

#### Article XIV

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expense reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the corporation, said expense to include attorneys' fees and the cost of reasonable settlement made with a view to curtailment of cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of his duty as such officer or director. Such right of indemnification shall not be exclusive of any other



rights to which he may be entitled as a matter of law; and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

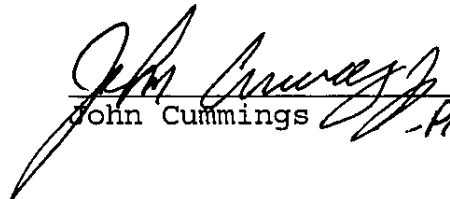
#### Article XV

A director or officer of the corporation shall not be disqualified by his office from dealing or contracting with the corporation either as a vendor, purchaser, or otherwise, nor shall any transaction or contract of the corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a member or any corporation of which any director or officer is a shareholder, officer, or director, is in any way interested in such transaction or contract, provided that such transaction or contract is or shall be authorized, ratified, or approved either (a) by a vote of a majority of a quorum of the Board of Directors, without counting in such majority or quorum any director so interested or member of a firm so interested, or a shareholder, officer, or director of a corporation so interested, or (b) by the written consent, or by the vote of any shareholders meeting of the holders of record, of a majority of all the outstanding shares of stock in the corporation entitled to vote, nor shall any director or officer be liable to account to the corporation for any profits realized by or from or through any such transaction or contract authorized, ratified, or approved as herein provided by reason of the fact that he, or any firm of which he is a member of any corporation of which he



is a shareholder, officer, or director, was interested in such transaction or contract. Nothing herein contained shall create liability in the events above described or prevent the authorized approval of such contracts in any other manner permitted by law.

IN WITNESS WHEREOF, we, the undersigned, being the incorporators of the Corporation for the purpose of forming a corporation under the laws of the State of Florida do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certifying that the facts therein stated are true, and accordingly set our hand and seal at Cape Coral, in the State of Florida, this 15<sup>th</sup> day of August, 2008.

  
John Cummings - President



In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted, in compliance, with said Act:

First That SOUTHWEST RIDE AUTO PAINT AND BODY, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Cape Coral, County of Lee, State of Florida, has named John Cummings, located at 2522 Lafayette Street, City of Fort Myers, County of Lee, in the State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENTS:

Having been named to accept service 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 provision of said Act relative to keeping open said office.

  
John Cummings