

# P0900000/0717

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## FLORIDA PROFIT/NON PROFIT CORPORATION

tlc southern motors, inc.

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**ARTICLES OF INCORPORATION**

**Of**

**TLC SOUTHERN MOTORS, INC.**

**WE, THE UNDERSIGNED, PAUL D. VARILLAS & SANDRA NAVARRETE**  
hereby associate ourselves for the purpose of becoming a corporation under the laws of  
the State of Florida, by and under the provisions of the statutes of the State of Florida.

**ARTICLE I**

The name of this corporation shall be:

**TLC SOUTHERN MOTORS, INC.**

**ARTICLE II**

The general nature of the business and the objects and purposes proposed to be transacted  
and carried on are to do any and all of the things mentioned, as fully and to the same  
extent as natural persons might or could do, viz:

- a. to engage in any legal business.
- b. In the purchase or acquisition of business rights of franchises, or for  
Additional working capital, or for any other object in or about its business  
or affairs, and without limit as to amount, to incur debt, and to raise,  
borrow, and secure the payment of money in any lawful manner, including  
issue and sale of other disposition of bonds, warrants, debentures,  
obligations, negotiable and transferable instruments and evidence of all  
kinds, whether secured by mortgage, pledge, deed or trust otherwise.
- c. Generally to perform and make contracts of any kind and description and  
for the purpose of attaining any of the objects of the corporation, to do and  
perform any other acts or things, and to exercise any and all powers which  
a co-partnership or natural person could do and exercise, and which now  
are, or hereafter may be authorized by law and generally to do and perform  
any and all things necessary or incident to the performing and carrying out  
of the power hereinabove specifically delegated or implied.

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### ARTICLE III

#### **CAPITAL STOCK**

The authorized capital stock of this corporation shall be divided into 100 shares of common stock of **NON PAR VALUE**.

All said stocks shall be payable in cash, property, labor or services at a just valuation to be fixed by the board of Directors at a meeting called for the purpose, or paid for, with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose. None of the stockholders herein, or anyone who may become stockholders of this corporation, shall have or shall ever have pre-emptive rights in and to any authorized or un-issued stocks of this corporation until such time as an amendment to the By-Laws may be passed. This provision is made pursuant to Florida Statute 608.42.

### ARTICLE IV

#### **CAPITAL TO BEGIN BUSINESS**

The amount of capital with which this corporation shall commence business shall be a minimum of **ONE HUNDRED DOLLARS**.

### ARTICLE V

#### **CORPORATE EXISTING**

This corporation shall exist perpetually unless sooner dissolved according to law.

### ARTICLE VI

#### **PRINCIPAL PLACE OF BUSINESS**

The principal place of business of said Corporation shall be: **15124 SW 35<sup>TH</sup> TERRACE MIAMI, FLORIDA 33185** and with the privilege of having branch offices at other places within or without the State of Florida.

### ARTICLE VII

The Resident Agent designated to accept service of process for the corporation shall be: **PAUL D. VARILLAS**

**ARTICLE VII**

The number of Directors of this corporation shall be not less than (1) nor more than FIVE (5).

**ARTICLE IX**

**DIRECTORS**

The names and addresses of the first Board of Directors of this corporation who shall hold office for the first year or until their successors are chosen, shall be:

<u>NAME</u>	<u>ADDRESS</u>
PAUL D. VARILLAS	15124 SW 35 <sup>TH</sup> TERRACE MIAMI, FL 33185
SANDRA NAVARRETE	15124 SW 35 <sup>TH</sup> TERRACE MIAMI, FL 33185

**ARTICLE X**

The names and address of the Officers of this corporation who shall hold office for the first year or until their successors are chosen shall be:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
PAUL D. VARILLAS	PRESIDENT	15124 SW 35 <sup>TH</sup> TERRACE MIAMI, FL 33185
SANDRA NAVARRETE	VICE-PRESIDENT	15124 SW 35 <sup>TH</sup> TERRACE MIAMI, FL 33185

# ARTICLE XI

The names and post office address of the subscribers and the number of shares each agree to take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
PAUL D. VARILLAS	15124 SW 35 <sup>TH</sup> TERRACE MIAMI, FL 33185	50
SANDRA NAVARRETE	15124 SW 35 <sup>TH</sup> TERRACE MIAMI, FL 33185	50

# ARTICLE XII

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

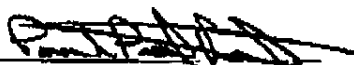
In compliance with section 48.091, Florida Statutes, the following is submitted:

First, that **TLC SOUTHERN MOTORS, INC.**, desiring to organize or qualify under the law of the State of Florida, with its principal place of business at City of Miami, State of Florida, has named **PAUL D. VARILLAS** of 15124 SW 35<sup>TH</sup> TERRACE MIAMI, FL 33185 to accept service of process within Florida.

  
**PAUL D. VARILLAS**  
CORPORATE OFFICER

DATE: February 02, 2009

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, 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.

  
**PAUL D. VARILLAS**  
DATE: February 02, 2009

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TALLAHASSEE, FLORIDA

ARTICLE XIII

ACKNOWLEDGMENT

STATE OF FLORIDA )

SS:

COUNTY OF MIAMI DADE )

I HEREBY CERTIFY that on this 02 day of February, 2009 Personally appeared before me, the undersigned Notary Public in and for the State of Florida, **PAUL D. VARILLAS & SANDRA NAVARRETE** parties to the foregoing Certificate of Incorporation, and each acknowledged that they subscribe and acknowledges the foregoing Certificate as and for their voluntary act and deed, and that the facts herein set forth are true and correct as given under my hand and official seal, the day and year written at Coral Gables, Miami Dade County, Florida.

Notary Public  
State of Florida at Large

My commission expires:

Subscribers:

  
PAUL D. VARILLAS  
PRESIDENT

  
SANDRA NAVARRETE  
VICE-PRESIDENT

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