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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850) 224-8870
Fax Number : (850) 222-1222

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION
A Buddy of Mine Automotive, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 04 |
| Estimated Charge | \$70.00 |

DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

THE UNDERSIGNED, acting as Incorporator of a corporation under the Florida General Corporation Act hereby associate themselves together to form a corporation for profit and adopt the following Articles of Incorporation for such corporation.

ARTICLE I: Name

The name of this corporation is: **A Buddy of Mine Automotive, Inc.**

ARTICLE II: Duration

The period of its duration is perpetual unless dissolved by action of law.

ARTICLE III: Purpose

The purpose is to engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV: Capital Stock

The amount of the total authorized stock of the corporation shall be 1000 shares common stock having a par value of \$1.00 per share fully paid and non-assessable.

Stock may be issued by cash, property, labor, services or good will, as may be determined by the Board of Directors. There will only be one class of stock, common stock, issued with full voting powers. No other class of stock will be issued. There will be no preemptive rights for any stockholder.

ARTICLE V: Initial Registered Office and Agent

The name and address of the initial registered agent and office of this corporation is as follows:

Address: Michael P. Pupillo, Jr.
2440 SW 1st Street
Cape Coral, FL 33991

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ARTICLE VI: Initial Board of Directors

The corporation shall have one director initially. The number of directors may be either decreased or increased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial director of this corporation is:

| Name | Address |
|-------------------------|--|
| Micahel P. Pupillo, Jr. | 2440 SW 1 st Street Cape Coral, FL 33991 |

ARTICLE VII: Initial Officers

The names and addresses of the initial officers of this corporation are:

| Name | Address | Title-Office |
|-------------------------|--|----------------|
| Michael P. Pupillo, Jr. | 2440 SW 1 st Street Cape Coral, FL 33991 | President |
| Justin S. Pupillo | 2440 SW 1 st Street Cape Coral, FL 33991 | Vice-President |

ARTICLE VIII: Incorporators

The name and address of the Incorporator signing these Articles of Incorporation is:

| Name | Address |
|-------------------------|--|
| Michael P. Pupillo, Jr. | 2440 SW 1 st Street Cape Coral, FL 33991 |

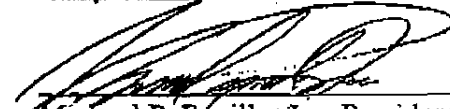
ARTICLE IX: Indemnification

The corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and pursuant to the provisions of Section 607.14 of the Florida Statutes, as amended.

ARTICLE X: Amendment of Articles

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 a stockholders' meeting by a majority of the stockholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10 day of September, 2010.

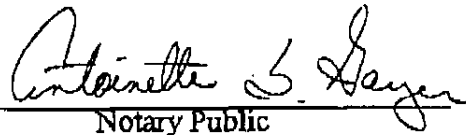

Michael P. Pupillo, Jr., President

STATE OF FLORIDA)

COUNTY OF Lee)

BEFORE ME, the undersigned authority, Michael P. Pupillo, Jr., personally appeared, to me known to be the person who executed the foregoing Articles of Incorporation and he acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 10 day of September, 2010.


Notary Public

My Commission Expires: 11-8-2012



ANTOINETTE S. GAYER
MY COMMISSION # DD 834412
EXPIRES: November 8, 2012
Banded thru Budget Notary Service

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR 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 **A Buddy of Mine Automotive, Inc.**, desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 2440 SW 1st Street, Cape Coral, State of Florida, has named Michael P. Pupillo, Jr. located at 2440 SW 1st Street, Cape Coral, Florida 33991, as its agent to accept service of process within Florida.


Michael P. Pupillo, Jr., President

9/10/10
Date

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.


Michael P. Pupillo, Jr., Registered Agent

9/10/10
Date

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