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CR2E031(7/92)



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 20, 1995

MARTIN SISKIND P.O. BOX 610901 NORTH MIAMI, FL 33181

SUBJECT: AYBAR INCORPORATED

Ref. Number: W9500006178

We have received your document for AYBAR INCORPORATED, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

The corporate fees are as follows:

#### CORPORATIONS FILING FEES

Profit and NonProfit Florida & Foreign Corp.

Filing Fees Registered Agent Designation

\$35.

Designation
Certifed Copy
Total Fee Due

\$35. \$52.50 \$122.50

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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 (904) 487-6923.

Doris McDuffie Corporate Specialist Supervisor

Letter Number: 695A00012444

#### ARTICLES OF INCORPORATION

OF

95 APR -3 AN 9:59

#### AYBAR INCORPORATED

The undersigned do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the law of the State of Florida.

#### ARTICLE I - NAME

The name of this corporation is: AYBAR INCORPORATED P.O. Box 610901 North Miami, FL 33181

## ARTICLE II - PURPOSE

This corporation is organized for the purpose of

- 1. Transacting any and all lawful business for which a corporation may be incorporated under Chapter 607 Florida Statutes.
- 2. Automobile repair, restoration and preservation, and body work.

## ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of no par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu therof at a just valuation to be fixed by the Board of Directors.

#### ARTICLE IV - VOTING

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares, with one vote to be cast per share.

#### ARTICLE V - TERMS

This corporation shall commence at the time of filing of this article and shall have perpetual existence.

## 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 already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The Street address of the initial registered office of this corporation is 1480 N.E. 129 Street, North Miami, Florida 33161 and the name of the initial registered agent of this corporation is Phillip Davis MANY MANGENTAL MENTAL MENTA

# ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall be a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial director(s) of this corporation is (are):

Martin Siskind P.O. Box 610901 North Miami, Florida 33181

## ARTICLE IX - INCORPORATOR

The name and address of the person(s) signing these articles is, (are):

Martin Siskind P.O. Box 610901 North Miami, Florida 33181

## ARTICLE X - INITIAL OFFICERS

The names and post office address of the first officers of this corporation, all of whom shall constitute the first Board of Directors, who shall hold office for the first year of its existence or until their successors are elected and qualified, are as follows:

PRESIDENT: Martin Siskind

SECRETARY: Martin Siskind

TREASURER: Martin Siskind

All of said Directors are of full age and at least one of them is a citizen of the United States.

## ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any officer or officer or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

#### ARTICLE XII

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corroration are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority therof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a qurom at any meeting of the Board of Directors of this corporation which shall authorize any such director or officer of such other corporation, or not so interested.

#### ARTICLE XIII

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these Articles of Incorporation this the  $16^{-1}$  day of March 16 , 1995.

NAME AND ADDRESS

Name: Martin Siskind Address: P.O. Box 610901

North MIami, Florida 33181

Signature

STATE OF FLORIDA)

COUNTY OF DADE )

PERSONALLY APPEARED BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements,

Martin Siskind

to me known to be the Incorporators described in the foregoing Articles of Incorporation, and they acknowledged the same and after being first duly sworn, upon their oath, depose and says that it is intended in good faith to carry out the purposes and objects set forth therein.

Martin Siskind

SWORN TO AND SUBSCRIBED BEFORE ME

this 16 day of March

1995.

NOTARY PUBLIC, State of Florida at Large.

My Commission expires:

OFFICIAL NOTARY SEAL R RAMPERSAUD NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC219233 MY COMMISSION EXP. AUG. 2,1996

#### STATE OF FLORIDA

#### Department of State

Certificate Designating Place of Business or Domicile for the Service of Process Within this State, Naming Agent Upon Whom Process May He Served

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

## FIRST THAT AYBAR INCORPORATED

desiring to organize or qualify under the laws of the State of
Florida, with its principal place of business at the City of North
Miami, State of Florida, has named Phillip Davis
, located at 1480 N. E. 129
Street, City of North Miami
State of Florida, as its agent to accept service of process within
Florida.
Signature Masture
(Corporate Officer)

Title President/Secretary/Treasurer

Date March 12, 1995

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 performances of my duties, to-wit: Section 607.034 and 607.037 of the Florida Statutes.

Signature Mulanta 2000

Date 3/18/95