

TRANSMITTAL LETTER

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

6/10/01 15013856
-000001/2005--01054--0119
*****70.00 *****70.00

SUBJECT: FEROCIOUS MOTORCYCLE PARTS/SALVAGE, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☒ \$70.00 ☐ \$78.75 ☐ \$122.50 ☐ \$131.25

FROM: KYLE WILLIAM TUSSLER
Name (printed or typed)

3001 4th Terrace, N.W., #175
Address

Pompano Beach, Florida 33064 -3165
City, State & Zip

305-946-8319 MACHINE
Daytime Telephone number
305-923-8025

FILED
95 JUN -1 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLES OF INCORPORATION

OF

FEROCIOUS MOTORCYCLE PARTS/SALVAGE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

FEROCIOUS MOTORCYCLE PARTS/SALVAGE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3001 4th Terrace, N.W., #175, Pompano Beach, FL 33064

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Kyle William Tussler
3001 4th Terrace, N.W.
#175
Pompano Beach, FL 33064

FILED
JUN - 1 PM 4:00
CLERK OF DISTRICT COURT
FLORIDA

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

KYLE WILLIAM TUSSLER
3001 4th Terrace, N.W.
#175
Pompano Beach, FL 33064

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

_____ day of _____, 19____.


Signature

Signature

Signature

**Articles of Incorporation
Filing Fee - \$35**

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: FEROCIOUS MOTORCYCLE PARTS/SALVAGE, INC.

2. The name and address of the registered agent and office is:

KYLE WILLIAM TUSSLER

(Name)

3001 4th Terrace, N.W., #175

(P.O. Box ~~not~~ acceptable)

Pompano Beach, Florida 33064

(City/State/Zip)

FILED
95 JUN -1 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Kyle William Tussler
(Signature)

ARTICLES OF INCORPORATION
OF
FEROCIOUS MOTORCYCLE PARTS/SALVAGE, INC.

We, the undersigned, _____
Acknowledge and file in the Office of the Secretary of State of the State of Florida,
for the purpose of forming a corporation for profit, in accordance with the laws of
the State of Florida, these Articles of Incorporation, as by law provided.

I.

NAME:

The name of this Corporation shall be:

FEROCIOUS MOTORCYCLE PARTS/SALVAGE, INC.

II.

BUSINESS:

The general nature of the business and businesses to be transacted are as
follows:

To transact any and all business or enterprise not prohibited under the laws
of the State of Florida or the United States.

To erect, maintain, purchase or rent, hire, lease, let or otherwise acquire
and dispose of real estate and personal property of every nature, kind and
character.

To acquire, own, purchase or dispose of licenses and permits for the operation
of businesses of all kinds.

To acquire goodwill, rights and property of any person, firm, association or
corporation, and pay for the same in cash or stock of this Company, fund or
obligations of this Company, or otherwise; and to hold or in any manner dispose
of the whole or any part of the property so acquired.

Directly and/or through ownership of stock in any corporation, to purchase,
lease, hire or otherwise acquire, hold, own, exchange, maintain, improve, alter,
lease, sell, convey or otherwise dispose of real estate, either improved or
unimproved, and any interest or right therein, in or out of this State, as
shall be found necessary and convenient from time to time for the lawful purposes
of this Corporation.

To borrow money and contract debts when necessary for the transaction of its
business and for the exercise of its corporate rights, privileged or franchises
or for any other lawful purpose of its incorporation; to issue bonds, promissory
notes, bills of exchange, debentures, and other obligations and evidences of
indebtedness, secured or unsecured, payable at a specified time or times.

To guarantee, endorse, purchase, hold, sell, assign, transfer, mortgage, pledge
or otherwise dispose of the shares of the capital stock of, or any bonds,
securities or other evidences of indebtedness created by any other corporation
of this state, or any other State of Government; and while owner of such stock,
to exercise all rights, powers and privileges of ownership, including the right
to vote such stock.

To purchase, hold, sell and transfer shares of its own capital stock; subject;
however, to such limitations as may be provided by law; capital stock owned by
the Corporation shall not be voted directly or indirectly or counted as out-
standing for the purpose of any stockholders' quorum or vote.

It is not in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, of for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

III.

SHARES:

The authorized capital stock of this Corporation shall consist of:
100 shares of common stock, at \$.01 par value.

IV.

EXISTENCE:

The Corporation shall have perpetual existence.

V.

CAPITAL:

The amount of capital with which this Corporation shall begin shall be not less than \$500.00.

VI.

REGISTERED OFFICE AND REGISTERED AGENT:

The initial street address of the Corporation's initial registered office is: 3001 4th Terrace, N.W., #175, Pompano Beach, Florida 33064

The initial registered agent for the Corporation is:

Kyle William Tussler

VII.

DIRECTORS:

The Corporation shall have not less than One (1) nor more than five (5) Directors, as provided by the By-Laws, and they shall hold office for one year, or until their successors have been duly elected and qualified.

VIII.

FIRST BOARD:

The following shall constitute the first Board of Directors of the Corporation:

NAME

ADDRESS

KYLE WILLIAM TUSSLER

3001 4th Terrace, N.W., #175
Pompano Beach, Florida 33064

IX.

SUBSCRIBERS:

The names and addresses of the Subscribers to the Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
KYLE WILLIAM TUSSLER	3001 4th Terrace, N.W., #175 Pompano Beach, Florida 33064

X.

GENERAL PROVISIONS:

- (a) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.
- (b) The Corporation shall have a first lien upon the shares of its stockholders and upon all dividends due them for any indebtedness by such stockholders of the Corporation.
- (c) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.
- (d) No holder of stock of any class of the Corporation, now or hereafter authorized, shall be entitled to such, as a matter of right, to subscribe for or purchase any part (either pro-rata share or otherwise), of any new or additional issue of stock of any class whatsoever or securities convertible into or evidencing the right to purchase stock of any class whatsoever, whether now or hereafter authorized, or whether issued for cash, property or otherwise.
- (e) A Director of the Corporation shall not, in the absence of actual fraud, be disqualified by his office from dealing or contracting with the Corporation, either as a vendor, purchaser or otherwise; and, in the absence of an actual fraud, no transaction or contract of the Corporation shall be void or voidable by reason of the fact that any director or any firm or corporation of which any director is a member is in any way interested in such transaction or contract, provided that the fact that such director, or firm is interested in the transaction or the contract is disclosed to the Corporation, and that such transaction or contract is authorized, ratified or approved either by (i) vote of the majority of a quorum of the Board of Directors or of the Executive Committee, if any, without counting in such majority any director so interested or who is a member of a firm or corporation so interested; or (ii) vote at a Stockholders' Meeting of the holders of record of the majority of all the outstanding shares of stock of the Corporation then entitled to vote, or by writing or writings signed by a majority of such holders, which shall have the same force and effect as though such authorization, ratification or approval were made by all the stockholders; and no director, firm or corporation of which a director is a member shall be liable to account to the Corporation for any profits realized from or through any such transaction or contract. Nothing in this paragraph contained shall create any liability in the events above mentioned, or prevent the authorization, ratification or approval of such contracts or transactions in any other manner permitted by law, or invalidate or make voidable any contract or transaction which would be valid without reference to the provisions of this paragraph.
- (f) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or

... of the Corporation (which shall not be continued to be an officer or director at the time of incurring such expenses), such expenses to include the cost of reasonable settlements (other than amounts paid to the Corporation itself) made with the view to curtailment of cost of litigation, except that no sum shall be paid in connection with any such settlement unless the Corporation is advised by independent counsel that the officer or director so indemnified was not derelict in the performance of his duty as such officer or director. The Corporation shall not, however, indemnify such officer or director with respect to matters as to which he shall be finally adjudged in any such action, suit or proceeding to have been derelict in the performance of his duty as such officer or director, nor in respect of any matter on which any settlement or compromise is affected, if the total expense, including the cost of such settlement, shall substantially exceed the expense which might reasonably be incurred by such director or officer in conducting such litigation to a final conclusion, and in no event shall anything herein contained be so construed as to protect or authorize the Corporation to indemnify any such officer or director against any liability to the Corporation or to its security holders to which he would otherwise be subject by reason of willful misfeasance, bad faith, gross negligence or reckless disregard of the duties involved in the conduct of his office. The foregoing right of indemnification shall not be exclusive of other rights to which any officer or director may be entitled as a matter of law.

- (g) The Corporation shall be responsible for all medical and dental expenses of its employees.

SUBSCRIBED at


KYLE WILLIAM TUSSLER

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)


BEFORE ME, the undersigned authority, an officer duly qualified to administer oaths and take acknowledgments personally appeared

KYLE WILLIAM TUSSLER

to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he duly acknowledged to me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid
this 27 day of June, 1995

Notary Public for the State of Florida
My Commission Expires 12/31/97
Notary Public Seal


Notary Public

My commission expires: