

P95000051348



June 27, 1995

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95 JUN 28 PM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

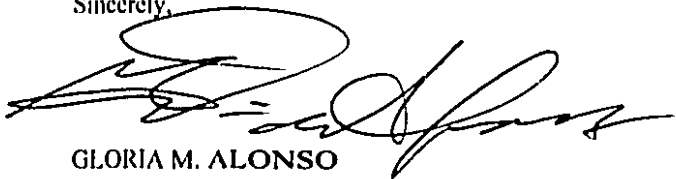
DIVISION OF CORPORATIONS  
409 E. GAINES STREET  
TALLAHASSEE, FL 32399

RE: ARTICLES OF INCORPORATION R.B.G. AUTO CARE, INC.

To Whom it May Concern:

Enclosed please find the above referenced Articles of Incorporation and a check in the amount of \$122.50. Please send the "filed" articles to the address on this letterhead as soon as possible. I also need to order a stock certificate book and seal. Please forward to me information on how to obtain this.

Sincerely,

  
GLORIA M. ALONSO

500001526075  
-06/28/95--01077--008  
\*\*\*\*122.50 \*\*\*\*122.50

*File  
6-20*

EFFECTIVE DATE  
6-27-95

**ARTICLES OF INCORPORATION  
OF  
R.B.G. AUTO CARE, INC.**

**FILED**  
95 JUL 26 PM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I**

**Name**

The name of this corporation shall be R.B.G. AUTO CARE, INC.

**ARTICLE II**

**Purpose**

This corporation is organized for the purpose of conducting the business of an auto repair shop and for transacting any or all lawful business.

**ARTICLE III**

**Capital Stock**

The capital stock of this corporation shall consist of 10,000 shares of common stock of \$1.00 par value, fully paid and non-assessable.

**EFFECTIVE DATE**  
10-27-95

#### ARTICLE IV

##### Principal Office and Mailing Address

Principal Office and Mailing Address of this corporation is 3292 Shawnee Ave., Unit D, West Palm Beach, Florida 33409.

#### ARTICLE V

##### Registered Agent/Registered Office

The initial Registered Agent of this corporation is Gloria M. Alonso, located at the Registered office of the corporation at 5059 Chelan Way, Lake Worth, Fl 33467.

#### ARTICLE VI

##### Initial Board of Directors

This corporation shall initially have four (4) Directors. The number of Directors may be changed from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Directors are:

Efrain P. Ramos  
190 Pine Ave.  
West Palm Beach, Fl 33413

Jesus G. Borges  
11461 Ellison Wilson Rd.  
Juno Beach, Fl 33408

Efrain M. Ramos  
1710 Highridge Rd.  
Lake Worth, Fl. 33461

Alfredo A. Godinez  
325 Luger Ct.  
West Palm Beach, Fl 33415

## ARTICLE VII

### Special Provisions

The following special provisions shall govern this corporation:

A. The time and place of the annual shareholders' meeting and the annual directors' meeting shall be fixed and provided for in the by-laws, and notice of same shall be given in one of the methods provided by law. Any shareholder or director may waive notice of the time, place and purpose of any meeting either before, at or after such meeting.

B. There shall be a President, a Secretary and a Treasurer of this corporation, and such assistants as the shareholders may, by resolution, determine to be necessary and/or as provided in the by-laws. This corporation may also have such other officers, assistants and factors as may be determined necessary and provided for by resolution of the shareholders and/or in the by-laws. Any person may hold two or more offices. The shareholders may, at any time, by majority vote at a duly called and noticed meeting declare any office or directorship vacant or remove any officer or director and elect a successor thereto. Additionally, directors may, at any time, by majority vote at a duly-called and noticed meeting declare any office vacant or remove any officer and elect a successor thereto.

C. The directors may describe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates.

D. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office or directorship in this corporation.

E. No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the

officers or directors of the corporation is or are interested in or is an officer or director or are officers or directors of such other corporation, and any officer, officers, or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the corporation or in which the corporation is interested, and no contract, act, or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer, officers or directors of the corporation is a party or parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become an officer or director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

#### ARTICLE VIII

##### Officers

The officers of the corporation who shall conduct the business of the corporation during the first year of its existence or until their successors are elected and qualified shall be:

Efrain P. Ramos  
190 Pine Ave.  
West Palm Beach, Fl 33413

President

Efrain M. Ramos  
1710 Highridge Rd.  
Lake Worth, Fl 33461

Vice-President/Asst. Secretary

Alfredo A. Godínez  
325 Luger Ct.  
West Palm Beach, Fl 33415

Vice-President

Jesus G. Borges  
11461 Ellison Wilson Rd.  
Juno Beach, FL 33408

Secretary/Treasurer

#### ARTICLE IX

##### Incorporator

The name and address of the incorporator is:

Gloria M. Alonso  
5059 Chelan Way  
Lake Worth, FL 33467

#### ARTICLE X

##### Amendment

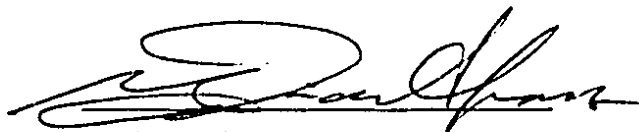
This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on officers and shareholders herein are granted subject to this reservation.

#### ARTICLE XI

##### Commencement

This corporation shall commence its existence upon the date of execution of these Articles of Incorporation pursuant to Florida Statutes 607.167, providing that corporate existence may begin up to five days before the filing with the Secretary of State.

IN WITNESS WHEREOF, the undersigned Incorporator has subscribed to these Articles  
of Incorporation this 27th day of June 1995.



Gloria M. Alonso, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by Gloria M. Alonso, who is  
personally known to me and who did not take an oath this 27th day of June, 1995.

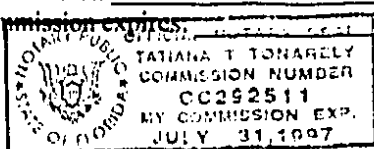


Notary Public

Print Name: TATIANA T. TONARELY

Commission No.: \_\_\_\_\_

My Commission expires: \_\_\_\_\_



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

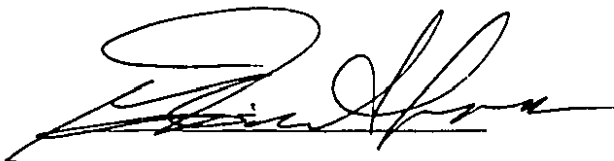
**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That R.B.G. AUTO CARE, INC., desiring to organize under the laws of the State of Florida, has named Gloria M. Alonso, located at 5059 Chelan Way, Lake Worth, Fl 33467, as its Registered Agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

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.



Gloria M. Alonso, Registered Agent



P95000051348

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 24, 1996

R.B.G. AUTO CARE, INC.  
3292 SHAWNEE AVE.  
WEST PALM BEACH, FL 33409

SUBJECT: R.B.G. AUTO CARE, INC.  
Ref. Number: P95000051348

Debit Memo #: 64078-1

This is to inform you that your check #1528 in the amount of \$200.00 and submitted for R.B.G. AUTO CARE, INC. has been returned to us by your bank because of NSF.

We request that you remit a cashier's check or money order in amount of \$215.00 made payable to the Department of State. This amount will cover the unpaid fees and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashier's check or money order, please refer to the debit memo number listed above and state that it is a replacement for the returned check mentioned above.

Please note that the documents filed by this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations  
Attn: Pat Bailey  
P.O. Box 6327  
Tallahassee, FL 32314

If you have any questions concerning this matter, please call (904) 487-6816.

Sincerely,  
Pat Bailey  
Accountant I  
Division of Corporations

Letter number: 096A00031202

P950000051348



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 1, 1996

R.B.G. AUTO CARE, INC.  
3292 SHAWNEE AVE.  
WEST PALM BEACH, FL 33409

SUBJECT: R.B.G. AUTO CARE, INC.  
Ref. Number: P95000051348

Debit Memo #: 64078-1

Due to your failure to respond to our previous letter, your Annual Report for R.B.G. AUTO CARE, INC. has been cancelled and is considered not filed as of August 1, 1996.

Please refer to our previous letter advising you of the returned check.

Section 607.1421, Florida Statutes, requires us to give at least 60 days notice of our intent to administratively dissolve a Florida corporation or revoke the authority to transact business of a foreign corporation for failure to file the annual report and pay the filing fee. This will serve as your notice that if payment of \$215.00 is not received within the 60 day period, your corporation will be administratively dissolved or revoked and a reinstatement fee of an additional \$175 will be imposed.

Please send your response to:

Division of Corporations  
Attn: Pat Bailey  
P.O. Box 6327  
Tallahassee, FL 32314

# State of Florida



Department of State

## CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for R.B.G. AUTO CARE, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of October 11, 1996 for failure to file the required annual report(s), as required by law.

The document number of this corporation is P95000051348.

P95000051348

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
Eleventh day of October, 1996



CR2EO22 (2-95)

*Sandra B. Northam*

Sandra B. Northam  
Secretary of State