

P95000056998

AMERILAWYER[®]

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

900001544009
-07/24/95--01014--019
****120.00 ****70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. AQUA SEAL CAR POLISHING, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 JUL 24 PM 1:47

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

7/24/95
WJW

**ARTICLES OF INCORPORATION
OF
AQUA SEAL CAR POLISHING, INC.**

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SECRETARY OF STATE
CORPORATION
95 JUL 24 PM 1:47

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **AQUA SEAL CAR POLISHING, INC.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 1833 East Sample Road, Pompano Beach, Florida 33064 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez
343 Almeria Avenue
Coral Gables, Florida 33134

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Gary Nardi
Secretary:	Gary Nardi
Treasurer:	Gary Nardi



ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Gary Nardi

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.



8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.



ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer[®], located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer[®], 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 13 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



AMERI[®]LAWYER

IN WITNESS WHEREOF, I have herunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 21 day of July, 1995.

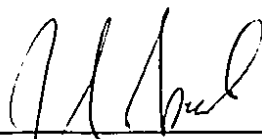

Elsie Sanchez, Incorporator

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SECRETARY OF STATE
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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

The Law Firm Of Lawrence J. Spiegel,
Chartered doing business as
AmeriLawyer®

By: 
Lawrence J. Spiegel, President



AMERILAWYER®

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AGUISEAL Car Polishing
6371 La Costa Dr. #102
Boca Raton, FL 33433

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-03/27/96--01000--000
*****35.00 *****35.00

Office Use Only

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- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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96 MAR 27 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporations
Linda

**ARTICLES OF DISSOLUTION
OF
AQUA SEAL CAR POLISHING, INC.**

FILED
96 MAR 27 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1403, Florida Statutes, this corporation adopts the following articles of dissolution:

- FIRST:** The name and address of this corporation is **AQUA SEAL CAR POLISHING, INC.**, 1833 East Sample Road, Pompano Beach, Florida 33064.
- SECOND:** The date of the adoption of these Articles of Dissolution is the 10 January 1996.
- THIRD:** The dissolution of the corporation was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.
- FOURTH:** The Articles of Dissolution shall be effective upon the filing with the Secretary of State of Florida.

Signed this 10 January 1996.

AQUA SEAL CAR POLISHING, INC.

By: _____

Gary Nardi, President

WAIVER OF NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

OF

AQUA SEAL CAR POLISHING, INC.

The undersigned being the Shareholders of AQUA SEAL CAR POLISHING, INC. do hereby agree and consent that a Special Meeting of the Shareholders be held on the date, time and place stated below for the purpose discussing and voting on the merits of the Board of Directors' proposal to Dissolve AQUA SEAL CAR POLISHING, INC. and submitting the proposed Articles of Dissolution to the Shareholders for their vote and the transaction thereof of all such other business as may lawfully come before said meeting and hereby waive all notice of the meeting and any adjournment thereof.

Place of Meeting: 1833 East Sample Road, Pompano Beach, Florida 33064

Date of Meeting: 10 January 1996

Time of Meeting: 3:30 pm



Gary Nardi, Shareholder

Dated the 10 January 1996

MINUTES OF SPECIAL MEETING OF DIRECTORS

OF

AQUA SEAL CAR POLISHING, INC.

The Special Meeting of Board of Directors was held at 1833 East Sample Road, Pompano Beach, Florida 33064, on this 10 January 1996, at 3:00 o'clock this pm.

The following were present:

Gary Nardi

being all of the Directors of the corporation.

Gary Nardi was nominated and elected temporary chairman and acted as such. Gary Nardi was nominated and elected temporary secretary, and acted as such.

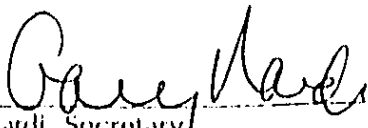
The Board of Directors of this Corporation discuss the merits of dissolving and recommending Dissolution to the Shareholders, and submit for voting the proposed Articles of Dissolution of AQUA SEAL CAR POLISHING, INC..

The Secretary, then presented and read to the meeting a copy of the proposed Articles of Dissolutions of AQUA SEAL CAR POLISHING, INC. which would have the effect of dissolving the corporation effective upon the filing of the Articles of Dissolution with the Secretary of State of Florida.

A discussion was had among the Board of Directors on the merits of dissolving and submitting the proposal to dissolve to the Shareholder, and upon motion duly made, seconded, and carried, the proposal to dissolve the Corporation and to submit to the Shareholders the proposal to dissolve and proposed Articles of Dissolution was approved by the Board of Directors and the Secretary was directed to append to these minutes a copy of the proposed Articles of Dissolution.

There being no further business before the meeting, on motion duly made, seconded and carried, the meeting was adjourned.

Dated the 10 January 1996



Gary Nardi, Secretary



Gary Nardi, Chairman