

Charter Number Only

P960000 32075

4-11-96 Linda

PBR  
Requestor's Name

Address

City State ZIP Phone

VALIDATION ONLY

FILED  
96 APR 12 PM 11:58  
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

M & B Auto, Inc.

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment          | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign            | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Dissolution        | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Annual Report      | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Photo Copies              | <input type="checkbox"/> Reservation        | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready    | <input type="checkbox"/> Call If Problem            |
| <input type="checkbox"/> Will Wait                 | <input checked="" type="checkbox"/> Pick Up | <input type="checkbox"/> After 4:30                 |
| <input type="checkbox"/> Mail Out                  |   |   |

Name
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Acknowledgment
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CERTIFIED COPY

F. CHESSEB APR 12 1996

CR2E031 (R8-85)

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96 APR 12 PM 10:17  
OFFICE OF CORPORATION  
Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION

OF

M & B AUTO, INC.

\*\*\*\*\*

WE, the undersigned, associate ourselves to become corporation.

ARTICLE I:

The name of the corporation shall be: M & B Auto, Inc., and shall have perpetual existence.

ARTICLE II:

The general nature of the business to be transacted is miscellaneous and shall be any lawful business for the State of Florida and all acts properly incidental thereto.

ARTICLE III:

The maximum authorized capital stock of this corporation shall be One Thousand (1,000) shares of the common stock of One (\$1.00) dollar par value each, fully paid and non-assessable.

ARTICLE IV:

The amount of capital with which this corporation shall commence business shall not be less than \$500.00.

ARTICLE V:

The business of this corporation shall be conducted by a Board of Directors consisting of one or more persons.

The Officers of this corporation shall be a President, Secretary and Treasurer, and such other officers as shall be appointed in accordance with the By-Laws of this Corporation.

ARTICLE VI:

The names and addresses of the members of the first Board of Directors who shall hold office from the organization of this corporation until their successors are elected and have qualified are:

NAME/OFFICE

ADDRESS

Michael Friscia, President

4129 NW 78th Lane  
Coral Springs, FL 33065

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Robert Bruce Nast, Sec. & Tres.      13798 72nd Court North  
Royal Palm Beach, FL 33412

ARTICLE VII:

The principal office of said corporation shall be:

4129 NW 78th Lane  
Coral Springs, FL 33065

ARTICLE VIII:

The names and street addresses of the subscribers to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Michael Friscia	4129 NW 78th Lane Coral Springs, FL 33065
Robert Bruce Nast	13798 72nd Court North Royal Palm Beach, FL 33412

ARTICLE IX:

The Board of Directors shall initially have the power to enact By-Laws, but upon By-Laws being enacted and adopted, no amendment to them shall thereafter be made, except by the stockholders.

ARTICLE X:

No amendment to these Articles of Incorporation can be made except upon the affirmative vote of holders of record of Fifty-One (51%) percent of the stock of the corporation.

ARTICLE XI:

In pursuance of Chapter 48.091, Florida Statutes, the following Designation of Resident Agent is by this Article, submitted in compliance with said Act:

First, that M & B Auto, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated under Article VII of this certificate, at the City of Boca Raton, County of Palm Beach, has named Michael Friscia, of 4129 NW 78th Lane, Coral Springs, FL 33065, as its Resident Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation at the place designated in this Certificate of Articles of Incorporation, I, Michael Friscia, do hereby accept to act in this capacity, and do agree to comply with the provisions of

said Act relative to keeping open, said office.

DATED: 4/4/96 Michael Friscia

**ARTICLE XII:**

Each of the original Incorporators of this corporation shall have the right, after organization of same, to assign and deliver his subscription of stock herein to any other person or persons who may hereafter become subscribers to the capital stock of this corporation, who upon acceptance of such assignment shall stand in lieu of said original incorporator and assume and carry out all the rights, liabilities and duties entailed by said subscription subject to the laws of the State of Florida, and the execution of this power.

IN WITNESS WHEREOF, WE have set our names at Boca Raton, Florida, this the 4th day of April, 1996.

WITNESSED BY:

[Signature]  
Robert Bruce Nast  
[Signature]  
Michael Friscia

Michael Friscia  
[Signature]

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )  
SS:  
COUNTY OF PALM BEACH )

BEFORE ME, the undersigned authority, personally appeared MICHAEL FRISCIA and ROBERT BRUCE NAST, to me well known to be the persons who executed the foregoing Articles of Incorporation of M & B, Auto, Inc., and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Boca Raton, Florida, this the 4th day of April, 1996.

[Signature]  
NOTARY PUBLIC

P Personally known  
I.D. Provided  
Type of I.D. Provided:  
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