

P96000037160  
TRANSMITTAL LETTER

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

RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

SUBJECT:

*Center, Inc.*  
Eather and Son Transmission, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is two (1) original and one (1) copy of the articles of incorporation and a check for One Hundred Twenty-Two Dollars and Fifty Cents (\$122.50) to cover filing fees, certified copy and registered agent fee.

FROM:

Randy Tundidor  
7844 N.W. 44 Street  
Sunrise, Florida 33351  
(954) 572-4131

Randy Tundidor GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT name  
DATE 4/30/96  
DOC. EXAM BSB

APR 30 1996

FILED  
96 APR 25 PM 12:18  
TALLAHASSEE, FLORIDA  
BSB



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham  
Secretary of State

March 28, 1996

IRENE STANSFIELD  
ELLEN M. KAPLAN  
9900 WEST SAMPLE ROAD, THIRD FLOOR  
CORAL SPRINGS, FL 33065

The name FATHER AND SON TRANSMISSION CENTER, INC. has been reserved for 120 days beginning March 28, 1996. The reservation number is R96000001605 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Becky McKnight

Letter number: 896A00014319

**ARTICLES OF INCORPORATION  
OF  
FATHER AND SON TRANSMISSION CENTER, INC.**

FILED  
96 APR 25 PM 12:18

DALE  
STATE  
OF FLORIDA

I, **RANDY TUNDIDOR**, being of legal age, do hereby sign these presents for the purposes of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

**ARTICLE I**

The name of the corporation shall be:

**FATHER AND SON TRANSMISSION CENTER, INC.**

The general nature of the business and the objects and purpose to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

A. Establishment and operation of any lawful business permitted under the laws of the United States of the State of Florida.

B. To build, construct and alter houses, buildings and structures of whatsoever nature and kind; to develop real property generally, to purchase, manufacture, acquire, hold, own, lease, sell, assign, transfer, invest in, trade in, deal in goods, wares, merchandise, real and personal property of every kind and description.

C. To conduct all types of business operations, to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in and convey real and personal property without restrictions in this State and in any other of the several states, territories, possessions and dependencies of the United States.

D. To engage in, render or carry on, any service or other business as principal or agent, with powers to let contracts for any such service or product; and to make and carry out

contracts of every kind and nature that may be conducive to the accomplishment of any purposes of this corporation.

E. To acquire by purchase, or otherwise, for investment or resale, and to own, improve, operate, subdivide, lease, mortgage, sell and otherwise deal in, for cash or credit, by Conveyance, Agreement for Deed, or other lawful instrument, real estate or mixed property located in the State of Florida or elsewhere, and generally to deal in and traffic as owner or agent in real estate, personal and mixed property, and any interest or estate therein, and to create, own, lease, sell, operate or deal in freehold and leasehold estates of any and all nature whatsoever and to be an investor in real, mixed and/or personal property; to grant, sell and otherwise deal in franchises and licenses.

F. To factor, lend or borrow money, be a surety, and to execute and deliver, accept, take and receive Notes, Bonds, Debentures of other evidences thereof, and Mortgage, Trust Deed, Pledges or other securities for the payment of same.

G. To act as agent, broker, or attorney-in-fact for any persons, firms or corporations in buying, selling and dealing in real or personal property or services of whatsoever kind or nature and in managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to.

H. To acquire, hold, undertake and fully exploit the good will, property, rights, franchises, assets of every kind and the liabilities of any person, firm, association, or corporation, either wholly or partly; and to pay for the same in cash, Stocks or Bonds of the company or otherwise.

I. In any manner to acquire, enjoy, utilize and to dispose of patents, copyrights and trademarks, and any license or other interest therein and thereunder.

J. To purchase, subscribe for or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, sell, mortgage, lend money on, exchange or otherwise dispose of or turn to account or realize upon as owner, agent, broker or factor, all forms of securities, including Stocks, Bonds, Debentures, Mortgages, Notes, evidencing shares of or interest in common law Trusts, Trusts and Trust Estates or associations, Certificates of Trust or beneficial interests in Trusts, Mortgages, Contracts and other instruments, securities and rights; to investigate and report with respect to; and to undertake, carry on, aid, assist or participate in the organization, liquidation or reorganization of financial, commercial, mercantile, manufacturing, industrial or other business concerns, firms, associations and corporations; to institute, participate in or promote commercial, mercantile financial and industrial enterprises and operations.

K. To borrow money and contract debts when necessary in the purchase of or acquisition of real, personal and intangible property, business rights or franchises, or for additional working capital or for any other object in or about its business or affairs and without limit as to amount.

L. To enter into any partnership, limited or general, as Limited or General Partner, or both, and to enter into any other arrangement for profit-sharing, union or interest, or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority in the carrying on of any business which this corporation is authorized to carry on, or any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this corporation.

M. 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 upon directly or indirectly, not counted as outstanding for the purpose of any stockholder quorum or vote.

N. To do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes hereinafter or before enumerated or incidental to the

powers herein named, or which shall at any time appear conducive or expedient for the benefit or protection of the corporation, either as holders of, or interested in any property, or otherwise.

O. To exercise all of the powers which are now or may hereafter be conferred upon corporations generally by the laws of the State of Florida.

#### **ARTICLE II**

The initial street address of said corporation shall be:  
7844 N.W. 44 Street  
Sunrise, Florida 33351

with the privileges of having its office and branch offices at other places within or without the State of Florida. The principal business address for the corporation shall be:  
7844 N.W. 44 Street  
Sunrise, Florida 33351

#### **ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

1000 shares of common stock with \$1.00 par value.

#### **ARTICLE IV**

The corporation has designated as its Registered Agent,

**RANDY TUNDIDOR**

who is a resident of the State of Florida, and whose business office is the same as that of the registered office.

## ARTICLE V

The number of Directors of this corporation shall be not less than one (1) nor more than three (3) and the initial Board of Directors of this corporation shall be comprised of two (2) members.

The names and street addresses of the persons who are appointed as initial Directors are:


**President/Director: Randy Tundidor, 7844 N.W. 44 Street, Sunrise, Florida 33351**

**Secretary/Director: John Noguevas, 7844 N.W. 44 Street, Sunrise, Florida 33351**

## ARTICLE VI

These Articles of Incorporation may be amended in the manner provided by law. Each Amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the Stock entitled to vote thereon.


IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinabove named, and for the purpose of forming a corporation pursuant to the corporation law of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and according have hereunto set my hand and seal this 24th day of April, 1996.

  
**RANDY TUNDIDOR**  
PRESIDENT

STATE OF FLORIDA       )  
COUNTY OF BROWARD   ) SS:

**BEFORE ME**, the undersigned authority, personally appeared **RANDY TUNDIDOR**, to me well known and known to me to be the person described in and who executed the foregoing Certificate of Incorporation, and he acknowledged to and before me that he executed the same for the purposes therein expressed.

**IN WITNESS WHEREOF**, I have hereunto affixed my hand and seal at Coral Springs, Broward County, Florida this 24th day of April, 1996.

  
**NOTARY PUBLIC** in and for the State of Florida.

My Commission Expires:

COMMISSION # CC 451684  
EXPIRES APR 9, 1999  
BONDED THRU  
ATLANTIC BONDING CO. INC.

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

96 APR 25 PM 12:10  
TALLAHASSEE, FLORIDA

Pursuant to the Provisions of Section 607-0501, 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.

**FATHER AND SON TRANSMISSION CENTER, INC.**

organized under the laws of the State of Florida with its principal office at:  
7844 N.W. 44 Street  
Sunrise, Florida 33351

has named:

**RANDY TUNDIDOR**

located at that address as its agent to accept service of process within this State.

Having been named as registered agent and to accept service of process for the above state 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.

  
**RANDY TUNDIDOR**

**DATED: APRIL 24, 1996**