

JUN-6-96 THU

H96000048473

THRE X96 FLORIDA DIVISION OF CORPORATIONS 5:25 PM PUBLIC
ACCOUNTS SYSTEM ((H96000007638)) ELECTRONIC FILING COVER SHEET TO:
DIVISION OF CORPORATIONS FROM: FILINGS, INC. DEPARTMENT OF STATE 3732 NW
16TH ST STATE OF FLORIDA 409 EAST GAINES STREET FT LAUDERDALE FL 33311-
TALLAHASSEE, FL 32399 CONTACT: TERESA ROMAN FAX: (904) 922-4000 PHONE:
(904) 385-6735 FAX: (904) 385-6761 ((H96000007638)) DOCUMENT TYPE:
FLORIDA PROFIT CORPORATION OR P.A. NAME: NORTH AMERICA MOTOR WORKS, INC. FAX
AUDIT NUMBER: H96000007638 CURRENT STATUS: REQUESTED DATE REQUESTED: 05/30/1996
TIME REQUESTED: 17:25:25 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF
PAGES: 7 METHOD OF DELIVERY: MAIL ESTIMATED CHARGE: \$70.00
ACCOUNT NUMBER: 072720000101 Note: Please print this page and use it as a cover
sheet when submitting documents to the Division of Corporations. Your document
cannot be processed without the information contained on this page. Remember to
type the Fax Audit number on the top and bottom of all pages of the document.
((H96000007638)) ** ENTER 'M' FOR MENU. **

Hold for pickup

FILED
96 JUN -6 PM 4: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Signature]
6/6

RECEIVED
95 JUN -6 PM 3: 12
DIVISION OF CORPORATIONS

May 31, 1996

FILINGS INC.

TALLAHASSEE, FL

SUBJECT: NORTH AMERICA MOTOR WORKS, INC.
REF: W96000011550

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document is illegible and not acceptable for microfilming.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H96000007638
Letter Number: 196A00027248

HP600007637

Articles of Incorporation for:

NORTH AMERICA MOTOR WORKS, INC.

ARTICLE I

The name of the Corporation shall be:
NORTH AMERICA MOTOR WORKS, INC.

ARTICLE II

TERM OF EXISTENCE

This Corporation shall exist perpetually or until dissolved by due process of law.

ARTICLE III

PURPOSE

This corporation is organized for the general purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue par value common stock as described below, and none other:

Maximum Number of shares:	100
Par Value Per Share:	\$1.00

The authorized shares of par value common stock may be issued only for a consideration having a value, in the judgment of the Board of Directors, equivalent at least to the full par value of the stock so to

PREPARED BY ARNOLD HENRIK, Esq.
633 NE 167 ST W
N. M. BEACH, FLA 3342
305-654-9820
FLA. BAR # 0123438

FILED
96 JUN -6 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HP600007637

H96000007637

be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Shareholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

ARTICLE V

PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of stockholders pursuant to provisions of its By-laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-laws.

ARTICLE VI

INITIAL OFFICERS AND DIRECTORS

The name and address of each officer and director of the corporation is:

1. ROBERT GOLDSTEIN, 678 North Dixie Highway, Hollywood, Florida 33020.

ARTICLE VII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be:

678 North Dixie Highway, Hollywood, Florida 33020

H96000007637

HF6000007637

The Corporation may also maintain its principal office and branch offices at such places and in such states and foreign countries as the Board of Directors may from time to time by resolution provide. The registered office and the principal office address of this Corporation is the same.

ROBERT GOLDSTEIN, IS HEREBY APPOINTED AS REGISTERED AGENT of this Corporation. The mailing address of the designated Registered Agent is: 678 North Dixie Highway, Hollywood, Florida 33020

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1), nor more than fifteen (15) persons. The Board of Directors shall be elected at the annual meeting of the stockholders of this Corporation, which meeting shall be held at such time as provided by the By-Laws.

They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws. The name and street address of the initial director who is to conduct the affairs of this Corporation until the first meeting and election and qualification of his/her successor:

NAME: ROBERT GOLDSTEIN

ADDRESS: 678 North Dixie Highway, Hollywood, Florida 33020

HF6000007637

1176000007638

**ARTICLE IX
INCORPORATOR**

The name and address of the individual signing these Articles of Incorporation is:

NAME: ROBERT GOLDSTEIN

ADDRESS: 678 North Dixie Highway, Hollywood, Florida 33020

**ARTICLE X
SPECIAL PROVISION**

It is the intent of the incorporator and directors that the corporation qualify under §1244 of the Internal Revenue Code and that the corporation file a Subchapter S Corporation. Such actions as are necessary will be taken by the appropriate officer to accomplish this compliance.

**ARTICLE XI
EFFECTIVE DATE**

The corporation shall become effective as of the filing of these Articles with the Secretary of State, Division of Corporations.

**ARTICLE XII
MISCELLANEOUS**

1. No contract or other transaction between this Corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of this Corporation is or are interested in, or is a director or officer of such other corporation.

1176000007638

HP000007638

2. Upon election of the Board of Directors by the stockholders, such Board shall manage the business and affairs of the corporation, without the need of further authorization from the stockholders, except as provided by law, or otherwise herein.

3. The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the Shareholders or the Directors. The Shareholders may amend, alter, or repeal any By-Law adopted by the Directors. The Directors may not alter, amend or repeal any By-Law adopted by the Shareholders, nor may the Directors adopt By-Laws which would be in conflict with the By-Laws adopted by the Shareholders.

4. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law; and all rights conferred upon Stockholders herein are granted subject to that reservation.

5. Any Incorporator or Shareholder present at any meeting, either in person or by proxy, and any Directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

HP000007638

JUN- 6-96 THU 12:34 PM

P. 7

HA6000007638

6. The Corporation shall indemnify all Officers and Directors of the Corporation to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 26 day of MAY, 1996.

Robert Goldstein
ROBERT GOLDSTEIN, Incorporator
(954) 927-3100

HA6000007638

119600007638

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

Pursuant to the provisions of §607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is: **NORTH AMERICA MOTOR WORKS, INC.**
2. The name and address of the Registered Agent and office is:

ROBERT GOLDSTEIN, 678 North Dixie Highway, Hollywood, Florida 33020

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE FOR 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.

May 24, 1996

Robert Goldstein
ROBERT GOLDSTEIN, Registered Agent
(954) 927-3100

FILED
96 JUN -6 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

119600007638

P96000048475

North American Motor
Requestor's Name

618 N. Dixie Highway
Address

Hollywood, Fla. 33020
City/State/Zip Phone #

500001881553
-07/02/95--01031--009
*****35.00 *****35.00

Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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

NEW FILINGS	
<input 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 checked="" 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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL -1 AM 11:06

96 JUL 8 1996

PLEASE FILE & RETURN COPY.

FILED
SECRETARY OF CORPORATIONS
98-JUL-1 AM 11:06

ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation is: NORTH AMERICA MOTOR
678 N. DIXIE HIGHWAY, HOLLYWOOD FL 33020 WORKS, INC.

SECOND: The date dissolution was authorized: JUNE 17, 1996

THIRD: Adoption of Dissolution (check one)


☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

*The number of votes cast for dissolution was sufficient for approval by N/A.
(voting group)

Signed this 17 day of JUNE, 19 96.

Signature 
(By the Chairman or Vice Chairman of the Board, President, or other officer)

ROBERT GOLDSTEIN

(Typed or printed name)

PRESIDENT

(Title)