# 796000052128

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

SUBJECT: Legends Motor Tore
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for

FROM:

121 MC 411 AVC

Address

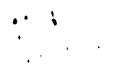
Ft. Mikkeystore, FL 33304.

City, State, & Zep

Teleptione Number

JUN 1 9 1996

Note: Please provide the original and one copy of the articles.



#### ARTICLES OF INCORPORATION

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#### ARTICLE I. NAME

The name of this corporation shall be LEGENDS MOTOR, INC.

#### ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State Division of Corporations. This corporation's duration shall be perpetual.

#### ARTICLE III. PURPOSE

This corporation is being organized for the purpose of to sell automobiles engaging in the transaction of any and all business activities permitted under the laws of FLORIDA and the United States Of America.

#### ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 par value shares of common capital stock.

#### **ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of

Articles Of Incorporation Of LEGENDS MOTOR, INC.

CO-AI-11 Page 1 new capital stock of the same kind, class, or series, as that which the careholder already holds, shall have the preemptive right to purchase a pro rate share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

#### ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sall, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the Capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This

Articles Of Incorporation Of LEGENDS MOTOR, INC.

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Corporation's Principal Office."

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's initial Board Of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the initial Board Of Directors are:

Charles Mendel, 935 NE 4th Ave., Ft. Lauderdele, FL 33304; Roy Cohen, 935 NE 4th Ave., Ft. Lauderdele, FL 33304.

#### ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 935 NE 4th Ave., Ft. Lauderdale, FL 33304.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Charles Mendel.

Articles Of Incorporation Of LEGENDS MOTOR, INC.

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#### ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: Charles Mendel, 935 NE 4th Ave., Ft. Lauderdale, FL 33304.

#### ARTICLE XI. AMENDMENT.

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Charles Mendel - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of LEGENDS MOTOR, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for LEGENDS MOTOR, INC.

Charles Mendel - Registered Agent

State Of FLORIDA

**County Of BROWARD** 

On 6/13/96., Charles Mendel, designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing these Articles Of Incorporation Of LEGENDS MOTOR, INC.

\*\*Concrete Concrete Conc

**Notary Public** 

Commission Expiration Date:

Tay ...

OFFICIAL SEAL
R, SIMONSON
My Commission Expires
Sept. 27, 1996
Comm. No. CC 231410

(Seal)

## P96000052128

LAW OFFICES OF SIMONSON & ASSOCIATES, P.A. 500 S.E. 17th Street., Suite 228 Fort Lauderdale, FL 33316

City/State/zap

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Office Use Only

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

1	(Corporation Name)	(Doe)	anent #)	我是
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	AMENDMENTS A
Profit	Amendment
NonProfit	Resignation of R.A., Officer/Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger

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是管	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

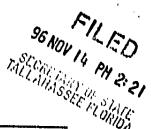
魏	REGISTRATION/
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

to Amend

VS NOV 2 2 1996

Examiner's Initials	

#### ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



LEGENDS MOTOR, INC.
Corporate #P96000052128 (present name)
(Mescut unite)

Pursuant to the provisions of section 607,1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VII (Amended as follows:)
The name and address of each individual who shall serve as a
member of the animal Board of Directors are:
Nisim Mendel, President, of 2400 W. Broward Blvd. Ft. Laud, FL 33311
Roy Cohen, of 935 NE 4th Ave., Ft. Lauderdale, FL 33304

ARTICLE IX (Amended as follows):
The address of this corporation's principal office is
2400 W. Broward Blvd., Ft. Lauderdale, FL 33311

The name of the individual who shall serve as this corporation's registered agent, and his/her address is as follows: NISIM MENDEL , 2400 W. Broward Blvd., Ft. Lauderdale, FL 33311

I hereby accept my designation as resident agent and agree to serve as the resident agent of LEGEND MOTOR, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for LEGENDS MOTOR, INC.

NISIM MENDEL, Registered Agent

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 1/4/96

FOURTH: Adoption of Amendment(s) (CHECK ONE) The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): "The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_ voling group The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. Signed this day 4th of November 19 96.

œ,

Signature

shareholders)

OR

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Charles Mendell
Typed or printed name

President and Incorporator