

PA6000065938

TRANSMITTAL LETTER

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

SUBJECT: ROYES AUTO SALES & SERVICE, INC.
(Proposed corporate name - must include suffix)

700001913947
-08/06/96--01116--011
****131.25 ****131.25

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: ELVIS D. ROYES
Name (printed or typed)

P.O. BOX 719
Address

FT. LAUDERDALE, FL. 33302-0719
City, State & Zip

(954) 240-2118
Daytime Telephone number

FILED
55 AUG -5 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

8-7-96
162

ARTICLE OF INCORPORATION
OF
ROYES AUTO SALES & SERVICE, INC.

FILED
SSARS-5 10-3-01
10/3/01

The undersigned Subscriber to these Articles of Incorporation, a natural person, competent to contract hereby forms a Corporation under the laws of the State of Florida.

ARTICLE I.
NAME

The name of this Corporation shall be:
ROYES AUTO SALES & SERVICE, INC.

ARTICLE II.
PRINCIPAL OFFICE

The principal place of business of this Corporation shall be :

2380 N. W. 30 th Court
Oakland Park, Florida 33311

The mailing address of this Corporation shall be :

P. O. Box 719
Fort Lauderdale, Florida 33302-0719

ARTICLE III.
PURPOSES

The purposes for which the Corporation is formed and the business and objectives to be carried on and promoted by it are : To transact any or all lawful business for which Corporations may be incorporated under Chapter 607 Florida Statues.

ARTICLE IV.
CAPITAL STOCK

The maximum number of shares that this Corporation is to have outstanding at any one time is Ten Thousand **(10,000)** shares of common stock, having a nominal or par value of **\$1.00** per share. The consideration to be paid for each share shall be fixed by the Board of Directors, but in no event shall be less than **\$1.00**.

ARTICLE V.
TERM

This corporation shall be perpetual existence.

ARTICLE VI.
REGISTERED AGENT AND STREET ADDRESS

The Registered Agent for this Corporation shall be Mr. Elvis D. Royes, and the Registered Office shall be located at : 2380 N.W. 30th Court, Fort Lauderdale, Florida 33311, or such other person or place as the Board of Directors shall from time to time direct, with appropriate notice given to the Secretary in accordance with the law.

ARTICLE VII.
DIRECTORS

This Corporation shall have not less than one **(1)** nor more than five **(5)** Directors as set forth in the By-Laws. The name(s) and street address(es) of the first Board of Directors of this Corporation who, subject to these Articles of Incorporation, By-Laws of this Corporation, and the laws of the State of Florida, shall hold office until their successors have been elected and qualified is(are) :

ELVIS D. ROYES
President/Chief Executive Officer/
Secretary & Treasurer

1371 Seaview
North Lauderdale, Florida 33068

ARTICLE VIII.
SUBSCRIBER

The name and street address of the Subscriber to these Articles of Incorporation is :

ELVIS D. ROYES of 1371 Seaview, North Lauderdale, Florida 33068

ARTICLE IX.
SPECIAL PROVISIO

Any action by the Directors of this Corporation which is within their power taken at a meeting of such Directors shall be valid for all intents and purposes whether or not lawful notice of said meeting shall have been given to all Directors as required by law or the By-Laws of this Corporation. If at any time prior to, during or subsequent to such meeting all Directors shall execute a waiver of notice of such meeting, in writing, and providing a majority of the Directors shall have approved or approve the action taken at such meeting.

When not prohibited by law, any action by the shareholders of this Corporation which is within their power taken at a meeting of such shareholders shall be valid for all intents and purposes whether or not lawful notice of said meeting shall have been given to all shareholders, as required by law or the By-Laws of this Corporation. If any time prior to, during or subsequent to such meeting, all shareholders shall execute a waiver of notice of such meeting in writing and providing a majority of the shareholders shall have approved or approve the action taken at such meeting.

When not prohibited by law, any action of the shareholders of this Corporation may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all persons who would be entitled to vote upon such action at a meeting and filed with the secretary of the Corporation as part of the corporate records. Such consent shall have the same force and effect as the unanimous vote of the shareholders and may be stated as such in any certificate or document filed with the Department of State of the State of Florida, or with any private organization, corporation, person or persons.

Nothing in this Article shall be construed to allow any act of the Board of Directors to be approved by less than a majority of said shareholders of wherever a greater vote is required by law or in the By-Laws, by that vote.

ARTICLE X.
INSPECTION OF BOOKS AND RECORDS

The Corporation from time to time determine whether and to what extent and at what time and places and under what conditions and regulations the accounts and books of the Corporation (other than the stock book) or any of them shall be open to inspection of shareholders ; and no shareholder shall have any right of inspecting any account, book or document of this Corporation except as conferred by statutes unless authorized by a resolution of the shareholders or by the Board of Directors.

ARTICLE XI.
INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every Officer and every Director of the Corporation shall be indemnified by the Corporation, as permitted by law, against all expenses and liabilities, including counsel fees, reasonable incurred by or imposed upon him in connection with any proceeding to which he may be part of or in which he may be part of or in which he may become involved by reason of his being or having been an Officer or Director of the Corporation, whether or not he is an Officer or Director at the time such expenses are incurred. The foregoing rights or indemnification shall be in addition to and not exclusive of all other rights to which such Officer or Director may be entitled.

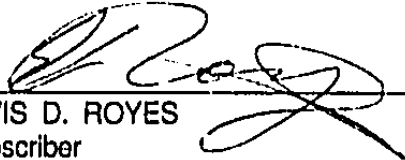
ARTICLE XII.
TELEPHONE MEETING AUTHORIZED

Members of the Board of Directors of any exclusive committee designated by the Board of Directors in accordance with law shall be deemed present at any meeting of the Board of Directors or executive committee, as the case may be, if by any means of which all persons participating in the meeting can hear and be heard by all other persons is used.

ARTICLE XIII.
AMENDMENT

These Articles of Incorporation may be amended in the manner and with the vote provided by law.

IN WITNESS WHEREOF, I have herunto set my hand and seal at Fort
Lauderdale, County of Broward, State of Florida, this second day of August 1996.


ELVIS D. ROYES
Subscriber

STATE OF FLORIDA)
) ss
COUNTY OF BROWARD)

PDL

R200-204 64-220-0

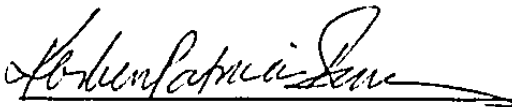
12/6/20/1996

BEFORE ME, the undersigned authority, this day personally appeared
ELVIS D. ROYES, to me well known and known to me to be the individual described
in and who executed the foregoing Articles of Incorporation of **ROYES AUTO**
SALES & SERVICE INC., and the acknowledged before me that he signed and
executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Fort
Lauderdale, County of Broward, State of Florida, this second day of August 1996.

8/2/1996

My commission ends :


Notary Public
State of Florida



KARLEEN PATRICIA BINNS
My Comm Exp. 5/18/97
Bonded By Service Ins
No. CC287625

11/1/96

X Other L.A.

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

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.

1. The name of the corporation is: ROYES AUTO SALES & SERVICE INC

2. The name and address of the registered agent and office is:

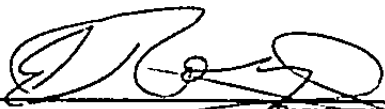
ELVIS D. ROYES
(NAME)

1371 SEAVIEW
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

NORTH LAUDERDALE, FL. 33068
(CITY/STATE/ZIP)

FILED
95 AUG -5 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of 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.


(SIGNATURE)

8/01/96
(DATE)