

P9600007 7312

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SEP 17 PM 3:02
SECTION
FILING

9/17/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

10:16 AM

(((H96000012951 5)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: LYNN FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: FLORIDA L-GEAR, INC.

AUDIT NUMBER.....H96000012951

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>.

Menu: <Ctrl R-Shift>

2400 7E1

VT100

Online

9-17-96
TB

✓ 496A-43089

ARTICLES OF INCORPORATION

H96-12951

of FLORIDA L-GEAR, INC.a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.Article 1: Name of the Corporation: FLORIDA L-GEAR, INC.Address of the Corporation: 6503 NO. MILITARY TRAIL Suite 1603BOCA RATON, FL 33496

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one

time is 100.PAR VALUE \$1 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

6503 NO. MILITARY TRAIL Suite 1603, BOCA RATON, FLORIDA 33496and the name of the initial registered agent at such address is DINA MISEMER

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

9/3/96

Signature of Registered Agent

Date

DINA MISEMER

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. DINA MISEMER6503 NO. MILITARY TRAIL Suite 1603BOCA RATON, FLORIDA 33496

Article 7: The Name and address of the Incorporator is:

DINA MISEMER6503 NO. MILITARY TRAIL Suite 1603BOCA RATON, FLORIDA 33496

In witness whereof I have subscribed my name



Signature of Incorporator

DINA MISEMER

FILED
96 SEP 17 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDAPREPARED BY:
ACE INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33138
305-358-2571

H96-12951

10-31-1000 13143

305 358 7832

ACE INDUSTRIES/PRINTING CORP KIT

P.07

P96000077313

10/24/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

9:23 AM

((H96000014987 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: ACE INDUSTRIES, INC.
CONTACT: LYNN FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: FLORIDA L-GEAR, INC.

AUDIT NUMBER.....H96000014987

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...1

CERT. COPIES.....0

PAGES..... 2 + original articles.

DEL.METHOD.. FAX

EST.CHARGE.. \$43.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
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96 OCT 31 PM 2:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.
SH 11/10

96 OCT 31 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 31, 1996

FLORIDA L-GEAR, INC.
6503 NO. MILITARY TRAIL STE 1603
BOCA RATON, FL 33496

SUBJECT: FLORIDA L-GEAR, INC.
REF: P96000077313

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

Since the amendment was adopted by the directors, it must be signed by a director. Please list the title of Director along with President under the signature of Dina Masemer.

The FAX audit number must be on the top and bottom of each page of the document.

The phone number of the preparer of the original document must be contained in the lower left-hand corner of the first page of the document.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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) 487-6908.

Steven Harris
Corporate Specialist

FAX Aud. #: H96000014987
Letter Number: 096A00050209

H96-14987

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FLORIDA L-GEAR, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 1: Change of Suite...

Correct Suite is to be Suite 603.

ARTICLE 5: Correct Suite is to be Suite 603.

ARTICLE 6: Correct Suite is to be Suite 603.

ARTICLE 7: Correct Suite is to be Suite 603.

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96 OCT 31 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

ACE INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-350-7032

PREPARED BY:
ACE INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-350-7032

H96-14987

H96-14987

THIRD: The date of each amendment's adoption: OCTOBER 10, 1996.

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 _____ voting 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 10 of OCTOBER, 19 96.

Signature _____

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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

DINA MISEMER

Typed or printed name

DIRECTOR & PRESIDENT

Title

H987
H96-14987

P96000077313

1133 S. University Dr. (Suite 206)
Ft. Lauderdale, Fl. 33324

200002011162--9
-11/21/95--01050--006
*****35.00 *****35.00

City/State/Zip

Phone #

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 #)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

- ☐ 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 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

N/C

VS DEC 2 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Florida L-Gear, Inc.

FILED
96 NOV 21 AM 9:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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)

The corporation hereby changes its name to U.S. Parts And
Equipment Corporation.

The principal office of the Corporation shall be relocated to 1133 S. University Drive Suite 206 Ft. Lauderdale Fl. 33324.

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, November 18, 1996.

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 _____,"
voting 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 18 day of November, 19 96.

Signature

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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Dina Misemer

Typed or printed name

Secretary

Title