

P96000082412

MICHAEL B. McIVER  
Attorney at Law  
1714 Cape Coral Parkway  
Post Office Box 535  
Cape Coral, Florida 33910  
(941) 542-4733  
Fax: (941) 542-9203

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT -2 AM 9:35

September <sup>30</sup>~~18~~, 1996

Florida Department of State  
Division of Corporations  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, Florida 32314

200001962772  
-10/02/96--01039--002  
\*\*\*\*122.50 \*\*\*\*122.50

Re: MOSER'S OK AUTO & TIRE SERVICE, INC.

To Whom it may concern:

Enclosed herewith is the original and one copy of Articles of Incorporation for the above corporation, together with our company check in the amount of \$122.50 in payment of the filing fee, charter tax, resident agent filing fee and return of the enclosed copy of Articles under Seal.

Sincerely Yours,

*Michael B. McIver*  
Michael B. McIver

MBM/bh  
Enclosures

D. BROWN OCT - 7 1996

**ARTICLES OF INCORPORATION  
OF**

**MOSER'S OK AUTO & TIRE SERVICE, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT -2 AM 9:35

**ARTICLE I**

**NAME OF CORPORATION**

The name of the corporation shall be

**MOSER'S OK AUTO & TIRE SERVICE, INC.**

**1069 N. TAMiami TRAIL ; NORTH FORT MYERS, FLORIDA 33903**

**ARTICLE II**

**NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise acquire, to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

In addition the corporation shall have power:

(1) to conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries;

(2) to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of

indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required;

(3) to purchase the corporate assets of any other corporation and engage in the same or other character of business;

(4) to guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock; and

(5) to engage in any and all other activity or business whatever permitted under the laws of the United States and of the State of Florida.

### **ARTICLE III**

#### **CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock of a par value of \$10.00 per share.

### **ARTICLE IV**

#### **PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock

of this corporation of the same class or series as that which is already issued, shall have the right to purchase a prorata share thereof at the price at which it is offered to others.

#### ARTICLE V

##### TERM OF EXISTENCE

This corporation is to exist perpetually, commencing on the date these Articles are filed with the Office of Secretary of State, State of Florida.

#### ARTICLE VI

##### REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 1069 N. TAMiami TRAIL, NORTH FORT MYERS, FLORIDA 33903, and the name of the initial registered agent of this corporation at that address is JOHN G. MOSER.

#### ARTICLE VII

##### DIRECTORS

This Corporation shall have 2 directors initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than two or more than seven. The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
JOHN G. MOSER	1069 N. TAMiami TRAIL NORTH FORT MYERS, FLORIDA 33903
THELMA JEAN MOSER	1069 N. TAMiami TRAIL NORTH FORT MYERS, FLORIDA 33903

## **ARTICLE VIII**

### **INCORPORATORS**

The name and address of each Incorporator of this Corporation and the number of shares of stock each agrees to take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
JOHN G. MOSER	1069 N. TAMiami TRAIL NORTH FORT MYERS, FL 33903	50
THELMA JEAN MOSER	1069 N. TAMiami TRAIL NORTH FORT MYERS, FL 33903	50

## **ARTICLE IX**

### **OFFICERS**

The officers of this Corporation shall be a President and Secretary and such additional officers and agents as may be provided in the By-Laws or designated by the Board of Directors.

Directors shall be elected by the shareholders at their annual meeting which will be held at the registered office of the Corporation or at such other place as may be provided by the By-Laws, or otherwise agreed upon, on the 2nd day of January of each and every year, or at such other time as may be designated in the By-Laws, and the annual directors' meeting shall be held immediately after the adjournment of the annual shareholders' meeting, which shall include the election of officers by the Board of Directors.

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

John G. Moser (Seal)  
JOHN G. MOSER

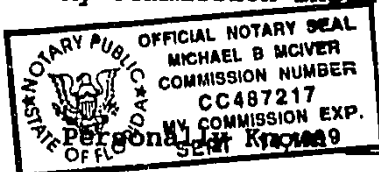
Thelma Jean Moser (Seal)  
THELMA JEAN MOSER

STATE OF FLORIDA  
COUNTY OF LEE

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared JOHN G. MOSER to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my signature and official seal in the county and state aforesaid this 30 day of September, 1996.

My Commission Expires:



Michael B. McIVER  
Notary Public  
MICHAEL B. MCIVER  
Printed Name

OR Produced Identification ☒

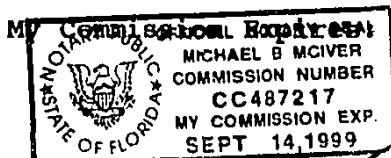
Type of Identification Produced DRIVER'S LICENSE

STATE OF FLORIDA  
COUNTY OF LEE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT -2 AM 9:41

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared THELMA JEAN MOSER to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that she executed the same.

WITNESS my signature and official seal in the county and state aforesaid this 30 day of September, 1996.



Michael B. McIVER  
Notary Public  
MICHAEL B. MCIVER  
Printed Name

Personally Known ☒ OR Produced Identification ☒

Type of Identification Produced DRIVER'S LICENSE

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

John G. Moser  
Registered Agent, JOHN G. MOSER

2-1618

P96000082412

MICHAEL B. McIVER

Attorney at Law

1714 Cape Coral Parkway, E.

Cape Coral, Florida 33904

(941) 542-4733

Fax: (941) 542-9203

~~THIS COPY IS FOR THE STATE OF FLORIDA~~

December 5, 1996

Secretary of State, Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

600002024196--8

-12/10/96--01033--004

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Amendment of Articles of Incorporation  
( Change of Corporate Name)

To Whom It May Concern:

Please find enclosed Articles of Amendment to the Articles of Incorporation of Moser's OK Auto & Tire Service, Inc., and Amendment to Articles of Incorporation, for the purpose of changing the name of the corporation to Moser's OK Tire & Auto Service, Inc. Also enclosed is our client's check in the amount of \$ 35.00, to cover the filing fee. Please return the acknowledgement of the filing of the corporate name change directly to our client as follows:

Moser's OK Tire & Auto Service, Inc.  
1069 N. Tamiami Trail  
North Fort Myers, Florida 33903

Thank you for your consideration in this matter.

Sincerely yours,

*Michael B. McIver*  
Michael B. McIver

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 DEC -9 PM 5:30

FILED

AG  
12/17



## AMENDMENT TO ARTICLES OF INCORPORATION

We, the undersigned, constituting 100% of the shareholders of the corporation known as MOSER'S OK AUTO & TIRE SERVICE, INC., hereby adopt and approve, waiving all notices and procedural requirements of law and of the corporation, the Articles of Amendment attached hereto for the corporation according to the terms thereof.

Witness, our hands the 5<sup>th</sup> day of December, 1996.

John G. Moser  
JOHN G. MOSER

Thelma Jean Moser  
THELMA JEAN MOSER

FILED  
96 DEC -9 PM 5:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
MOSER'S OK AUTO & TIRE SERVICE, INC.**

The name of the corporation is presently MOSER'S OK AUTO & TIRE SERVICE, INC.

The Amendment to the Articles of Incorporation, pursuant to Florida Statute 607.1006, is as

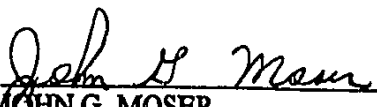
follows:

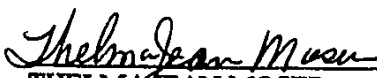
The name of the corporation is hereby changed from MOSER'S OK AUTO & TIRE SERVICE, INC. to MOSER'S OK TIRE & AUTO SERVICE, INC. effective December 10, 1996.

This Amendment was approved by the shareholders of the corporation holding all outstanding common shares of the corporation, that being the only voting group entitled to vote on this amendment, and all outstanding shares were voted therefore, that number being sufficient for approval by that voting group.

The directors of the corporation by unanimous vote have approved this amendment to the Articles of the Corporation.

The undersigned, constituting the shareholders of all outstanding shares of the corporation and the entire board of directors, hereby adopts these Articles of Amendment.

  
JOHN G. MOSER  
Director  
Owner of 50% of the Outstanding Shares  
of the Corporation

  
THELMA JEAN MOSER  
Director  
Owner of 50% of the Outstanding Shares  
of the Corporation

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of December, 1996, by JOHN G. MOSER and THELMA JEAN MOSER, who are personally known to me or who have produced drivers licenses as identification and who ~~did~~ did not take an oath.



Notary Public  
Michael B. McIver  
My commission expires: