

TRANSMITTAL LETTER

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 12  
TALLAHASSEE, FL 32304

SUBJECT: PIERCE SERVICE CO., INC.

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION AND OUR  
CHECK FOR \$ 70.00

FROM: LOUISE O. PIERCE  
1202 S. TAMiami TRAIL,  
PUNTA GORDA, FL. 33950  
(941) 639-2956

600001963856  
-10/03/96--01047--016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FILED  
96 OCT -3 AM 11:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**NOTE\*** PLEASE CALL US IF THE NAME WE HAVE CHOSEN FOR THE CORPORATION  
IS ALREADY TAKEN SO WE CAN GIVE YOU ANOTHER ONE. CALL LOUISE O. PIERCE  
AT (941) 639-2956 AND THANK YOU.

*[Handwritten signature]*  
10/8

**ARTICLES OF INCORPORATION**

**OF**

**PIERCE SERVICE CO., INC.**

**ARTICLE I. NAME**

THE NAME OF THIS CORPORATION SHALL BE :

**PIERCE SERVICE CO., INC.**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**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 FLORIDA DEPARTMENT OF INCORPORATION. THIS CORPORATION'S DURATION SHALL BE PERPETUAL.

**ARTICLE III. PURPOSE**

THIS CORPORATION IS BEING ORGANIZED FOR THE PURPOSE OF **AUTOMOTIVE REPAIR** AND 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 **100** 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 NEW CAPITAL STOCK OF THE SAME KIND, CLASS, OR SERIES, AS THAT WHICH THE SHAREHOLDER ALREADY HOLDS, SHALL HAVE THE PREEMPTIVE RIGHT TO PURCHASE A PRO RATA 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 SHARE HOLDER SHALL HAVE THE RIGHT TO SELL, 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 CORPORATION'S PRINCIPAL OFFICE. "**

## **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

THE NUMBER OF DIRECTORS ON THIS CORPORATION'S INITIAL BOARD OF DIRECTORS SHALL BE : 2 (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 :

**LOUISE O. PIERCE  
1202 S. TAMiami TRAIL  
PUNTA GORDA, FL. 33950**

**NATHAN O. PIERCE  
1202 S. TAMiami TRAIL  
PUNTA GORDA, FL. 33950**

### **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 :

**1202 S. TAMiami TRAIL  
PUNTA GORDA, FL. 33950**

THE NAME OF THE INDIVIDUAL WHO SHALL SERVE AS THIS CORPORATION'S INITIAL REGISTERED AGENT AT THAT ADDRESS SHALL BE :

**LOUISE O. PIERCE**

### **ARTICLE X. INCORPORATOR**

THE NAME AND ADDRESS OF THE INDIVIDUAL WHO SHALL SERVE AS THIS CORPORATION'S INCORPORATOR IS :

**LOUISE O. PIERCE  
1202 S. TAMiami TRAIL  
PUNTA GORDA, FL. 33950**

### **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 SHAREHOLDER SHALL BE SUBJECT TO THIS RESERVATION.

  
**INCORPORATOR - LOUISE O. PIERCE**

I HEREBY ACCEPT MY DESIGNATION AS RESIDENT AGENT AND AGREE TO SERVE AS THE RESIDENT AGENT OF **PIERCE SERVICE CO., INC.** I HEREBY STATE THAT I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR **PIERCE SERVICE CO., INC.**

Louise O. Pierce  
REGISTERED AGENT - LOUISE O. PIERCE

STATE OF FLORIDA

COUNTY OF LEE

ON SEPTEMBER 27, 1996, LOUISE O. PIERCE, DESIGNATED ABOVE AS  
THE INDIVIDUAL WHO SHALL SERVE AS THE CORPORATION'S INITIAL REGISTERED AGENT AND  
INCORPORATOR, WHO IS PERSONALLY KNOWN TO ME, OR PRODUCED A FLORIDA DRIVER'S LICENSE AS  
IDENTIFICATION, PERSONALLY APPEARED BEFORE ME AT THE TIME OF NOTARIZATION, AND, AFTER  
BEING GIVEN THE OATH, ACKNOWLEDGED SIGNING THESE ARTICLES OF INCORPORATION OF **PIERCE**  
**SERVICE CO., INC.**

Richard Gilvary  
NOTARY PUBLIC

RICHARD GILVARY  
NOTARY PUBLIC - PRINTED NAME

COMMISSION EXPIRATION DATE & COMMISSION NUMBER:

July 16, 2000

CC569810



RICHARD GILVARY  
My Commission CC569810  
Expires Jul. 16, 2000

(SEAL)

FILED  
96 OCT -3 AM 11:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

P96000082702

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL. 32314

400002044054--7  
-01/03/97--01029--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

SUBJECT: PIERCE SERVICE CO. , INC.

ENCLOSED IS AN ORIGINAL AND ONE COPY OF THE ARTICLES OF  
DISSOLUTION FOR PIERCE SERVICE CO. , INC. AND OUR CHECK  
FOR \$ 35.00.

IF YOU HAVE ANY QUESTIONS PLEASE FEEL FREE TO CONTACT  
LOUISE O. PIERCE AT (941) 639-2956. THANK YOU.

Pierce Service Co., Inc.  
1202 S. Tamiami Tr.  
Punta Gorda, Fl. 33950

FILED  
91 JAN -2 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Diso*

*NFS 1-10-97*

## ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: PIERCE SERVICE CO., INC.

SECOND: The articles of incorporation were filed on: OCTBER 3rd, 1996

THIRD: (CHECK ONE)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signed this 12 day of December, 19 96.

Signature

Louise O. Pierce

(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

LOUISE O. PIERCE

(Typed or printed name)

PRESIDENT

(Title)

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