

P96000091296

Progressive Acet
Requestor's Name

5381-B Hoffner Ave
Address

Orlando FL 32812
City/State/Zip Phone #

FL - 20 STATES
SECTION OF CORPORATIONS
NOV - 4 PM 4:26

Office Use Only

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

100001935541--7
-11/05/95--01028--007
****122.50 ****122.50

1. _____
(Corporation Name) (Document #)
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	
<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

5/11/7

ARTICLES OF INCORPORATION
OF
J & M IMPORT AND EXPORT, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV -4 PM 4:26

The undersigned, in order to form a corporation for the purpose hereinafter stated, under and pursuant to the General Corporation Act of the State of Florida, do hereby certify as follows:

ARTICLE I

NAME

The name of this corporation is:

J & M IMPORT AND EXPORT, INC.

ARTICLE II

PURPOSE

The general nature of the business to transacted by this corporation shall be:

- A) To engage in any activities or business permitted under the laws of The United States and Florida.
- B) To purchase, exchange, hire, or otherwise acquire such personal property, chattels, rights, easements, permits, privileges and franchises as may lawfully be purchased, exchanged, hired, or acquired.

C) To erect, construct, maintain, improve, rebuild, enlarge, alter, manage, and control directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, bungalows, stores, offices, warehouses, mill, shops, factories, machinery and plants, and any and all structures and erections which may at any time necessary, useful, or advantageous in the judgement of the Board of Directors, for the purpose of the Corporations, and which can lawfully be done.

D) To sell, manage, improve, develop, assign, transfer, convey, lease, sublease, pledge, or otherwise encumber the lands, buildings, real property, chattels, real, and other property of the corporation, real and personal, and wheresoever situate, and any and all legal or equitable rights therein.

E) To borrow money with or without pledge of or mortgage on all or any of its property, real or personal, as security and to loan and advance money upon mortgages on personal or real property or on either of them.

F) To buy, sell, and deal in, with or without guarantee of payment thereof, bonds and mortgages and other like securities and other kinds of property, whether real or personal, not prohibited or specifically excepted by law, and to do and prosecute any facts or things to or proper in connection with the carrying on of the business of the corporation.

G) To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge, and otherwise dispose of the shares of capital stock, bonds, debentures, or other evidence of indebtedness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon, and issue in exchange therefore its own, bonds, and other obligations.

H) To purchase or otherwise acquire, undertake, carry on, improve or develop all or any of the business, good will rights, assets or liabilities of any person, firm, association of corporation carrying on any kind the same as or of a similar nature to that which this corporation is authorized to carry on, pursuant to the provisions of these Articles of Incorporation.

I) To all such acts and things as are incident or conducive to the premises.

J) This Corporation shall have the power conduct its business in all its branches in the State of Florida, or in any other States or territories of the United States, or in the District of Columbia and the dependencies of the United States of in foreign countries, and ultimately to do all acts and things and to exercise all the powers now or hereafter authorized by law necessary to carry on the business of said corporation, or to promote any of the subjects of objects for which the corporation is formed.

k) The foregoing enumeration of any or all or a combination of either of the specific powers lettered a) through j) both inclusive, shall not be held to limit or restrict in any manner the general powers of the corporation and therefore, the corporation may engage in any act or activity for which corporation may be organized under the General Corporation Act of the State of Florida.

ARTICLE III

DURATION

This Corporation shall have perpetual existence.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue at any time is 1000 shares, \$1.00 par value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services actually performed for the corporation, at just valuation to be fixed by the stockholders or by the Directors at a meeting called for such purposes.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1607 Park Lake Street, Orlando, Florida 32803 and the name of the initial registered agent of this corporation at that address is Jose L. Ramos.

ARTICLE VI

BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one.

The Name and address of the initial directors are:

<u>Name</u>	<u>Address</u>
Jose Manuel Castillo President/Treasurer	6500 A Center Walk Dr. Winter Park, FL 32792
Anthony Morain Vice President/Secretary	2681 Dixie Lane Kissimmee, FL 34744

ARTICLE VII

OFFICERS

The Corporation shall have a President, and may also have one or more additional Vice Presidents, Assistant Secretaries, and Assistant Treasures, and such other officers and agents as may be deemed necessary. All other officers and agents shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may prescribed by the By-Laws. The same person may hold two or more offices.

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these articles is:
Jose Manuel Castillo - 6500 A Center Walk Dr., Winter Park, FL
32792.

ARTICLE IX

AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE X

PRINCIPAL OFFICE

At present, the principal office of the corporation is:
2681 Dixie Lane - Kissimmee, FL 34744.

INWITNESS WHEREOF, the undersigned incorporator has executed
these Articles of Incorporation this 22 day of OCTOBER,
1996.

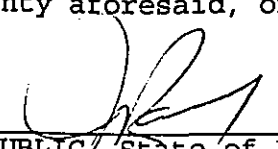


Jose Manuel Castillo

STATE OF FLORIDA }
COUNTY OF ORANGE }

Before me, a Notary Public duly authorized to take acknowl-
edgements in the state and county set forth above, personally
appeared JOSE MANUEL CASTILLO, known to me and known by me to be
the person who executed the foregoing articles of incorporation
and he acknowledged before me that he executed those articles of
incorporation.

IN WITNESS WHEREOF I have hereunto set my hand and affixed
my official seal, in the state and county aforesaid, on this 22
days of OCTOBER, 1996.



NOTARY PUBLIC, State of Florida

My Commission Expires:



JOSE L RAMOS
My Commission CC416177
Expires Oct. 25, 1998
Bonded by HAI
800-422-1555

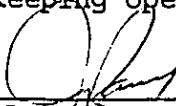
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE AND MANAGING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

First that : J & M Import and Export, Inc., desiring to
organize under the laws of the State of Florida, with its principal
office as indicated in the Articles of Incorporation at the County
of ORANGE, State of Florida, has named Jose L. Ramos located at
1607 Park Lake Street, Orlando, FL 32803, as its Registered Agent
to accept service or process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above
stated corporation, at the 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.



Jose L. Ramos
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV -4 PM 4:26

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OVERSTREET RITCH & THACKER
ATTORNEYS AT LAW
100 CHURCH STREET
P.O. BOX 420760
KISSIMMEE, FLORIDA
34742-0760

MURRAY OVERSTREET
JOHN B. RITCH
JO O. THACKER

FILED
97 APR -2 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE
(407) 847-5151
FACSIMILE
(407) 847-3353

March 31, 1997

Department of State
Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32310

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-04/02/97--01031--002
*****43.75 *****43.75

Re: Articles of Amendment
Our File No. 97-212-5378.1


Dear Sirs:

Enclosed herewith are those Articles of Amendment and Statement of Amendment (original and copy) which we would appreciate your filing with respect to J & M Import & Export, Inc. changing its name to Morain Auto-Match, Inc., and thereafter supplying us with a certificate showing that the Articles of Incorporation have been amended.

Our check for \$43.75 covering filing fee (\$35.00) and certificate fee (\$8.75) is enclosed.

In advance, thank you for your attention to the within.

Sincerely,


JOHN B. RITCH, ESQUIRE

JBR/pc
Encs.
G:\PAT\LTR\STATE16

VS APR 7 1997

N/C

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
J & M IMPORT ^{AND} EXPORT, INC.

FILED
97 APR -2 AM 11:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

J ^{AND} M Import & Export, Inc. has effective the 1st day of March, 1997, amended the Articles of said corporation by changing the name to Morain Auto-Match, Inc., which change has been approved by both its shareholders and board of directors.

J & M IMPORT & EXPORT, INC.

(Corporate Seal)

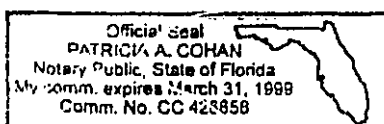
By Anthony Morain
Anthony Morain, President

By Daphne H. Morain
Daphne H. Morain, Secretary and
Treasurer

STATE OF FLORIDA
COUNTY OF OSCEOLA, ss:

I HEREBY CERTIFY that on this day, before me, the undersigned officer duly authorized in the state and county last aforesaid to take acknowledgments, personally appeared Anthony Morain and Daphne H. Morain, to me known to be the President and Secretary/Treasurer, respectively, J & M Import & Export, Inc., and acknowledged before me that they executed the foregoing Articles of Amendment to Articles of Incorporation on behalf of said corporation as such President and Secretary/Treasurer freely and voluntarily for the uses and purposes therein expressed. They are personally known to me or have produced Florida Drivers Licenses as identification.

WITNESS my hand and official seal at Kissimmee, Osceola County, Florida, this 31st day of ~~February~~ March, 1997.



Patricia A. Cohan
Notary Public, State of Florida
Printed Name: Patricia A. Cohan
Commission No.: CC 428858
My Commission Expires: 3/31/99

STATEMENT OF AMENDMENT

The undersigned, constituting the sole stockholders of J & M Import & Export, Inc., pursuant to Florida Statutes §607.1003, and after having received notice of the change to be made, do hereby amend the Articles of J & M Import & Export, Inc. and change the name of said corporation to: Morain Auto-Match, Inc. to be effective as of March 1, 1997.

Dated this 31st day of ~~February~~ ^{March}, 1997.

Anthony Morain
Anthony Morain

Daphne H. Morain
Daphne H. Morain