

P96000093580

Case Number Only

11-14-96 Ed G

Ed Guerrero

Requestor's Name

2515 Alhambra circle #430

Address

C. Gables, FL 33134

City

State

ZIP

Phone

#446-0001

VALIDATION ONLY

700002005427--9  
-11/15/96--01005--010  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Gold Medal Auto Sales Corp.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Mark	<input type="checkbox"/> Other
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Mail Out
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> Pick Up
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	

FILED  
96 NOV 15 AM 10:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
96 NOV 15 PM 9:12  
DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
GOLD MEDAL AUTO SALES CORP.

ARTICLE I-NAME

The name of this Corporation is GOLD MEDAL AUTO SALES CORP.

ARTICLE II-DURATION

This Corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Department of State.

ARTICLE III-PURPOSE

This Corporation is organized for the purpose of transacting any lawful business.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 100 shares at \$1.00 par value, common stock.

ARTICLE V-RIGHTS-UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares shall receive a ratable distribution of the assets of the corporation.

ARTICLE VI-PRE-EMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

**ARTICLE VII-INITIAL REGISTERED OFFICE  
AND AGENT AND PRINCIPAL ADDRESS**

The street address of the initial registered office and principal address of this corporation is: 1500 Westward Drive, Miami Springs, Florida 33166. The name of the initial registered agent of this corporation at that address is: ISIDRO H. HERNANDEZ.

**ARTICLE VIII-INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time as provided for by the Bylaws. The names and addresses of the initial directors of this corporation are:

ISIDRO H. HERNANDEZ	1500 Westward Drive Miami Springs, Florida 33166
ISIDRO J. HERNANDEZ	1500 Westward Drive Miami Springs, Florida 33166

**ARTICLE IX-INCORPORATORS AND SUBSCRIBERS**

The name and addresses of the persons signing these Articles are:

ISIDRO H. HERNANDEZ	1500 Westward Drive Miami Springs, Florida 33166
ISIDRO J. HERNANDEZ	1500 Westward Drive Miami Springs, Florida 33166

**ARTICLE X-BYLAWS**

The power to adopt, alter, amend and repeal bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE XI-RESTRICTIONS ON THE TRANSFER OF STOCK**

Shares of capital stock of this corporation shall be issued

initially to the following persons in the amount set opposite his name.

ISIDRO K. HERNANDEZ . . . . .	51 Shares
ISIDRO J. HERNANDEZ . . . . .	49 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholder or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among the shareholder and this corporation.

#### ARTICLE XII-CUMULATIVE VOTING

At each election for directors each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE XIII-CALLING OF SPECIAL MEETINGS

Special meetings of the shareholder may be called by the Board of Directors.

#### ARTICLE XIV-SHAREHOLDERS QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act

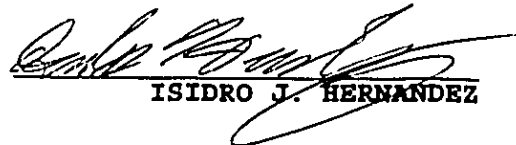
of the shareholders.

**ARTICLE XV-AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 12<sup>th</sup> day of November, 1996.

  
ISIDRO H. HERNANDEZ

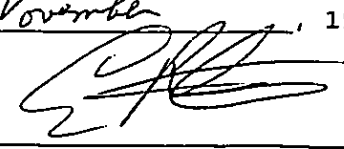
  
ISIDRO J. HERNANDEZ

STATE OF FLORIDA    )  
                              ) SS:  
COUNTY OF DADE     )

BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgement, personally appeared ISIDRO H. HERNANDEZ and ISIDRO J. HERNANDEZ, to me known to be the person described in and who executed the same for the purposes therein expressed, and who did take a oath.

WITNESS my hand and official seal in the County and State last aforesaid on this 12<sup>th</sup> day of November, 1996.

NOTARY PUBLIC - STATE OF FLORIDA  
EDUARDO R. GUERRERO  
COMMISSION # CCS91770  
EXPIRES 10-25-2000  
BONDED THRU ASA 1-868 NOTARY-1

  
NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires:

Personally known ☒ or produced identification \_\_\_\_\_  
Type of identification produced \_\_\_\_\_

96 NOV 15 AM 10:02  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following  
is submitted, in compliance with said Act:

First-That **GOLD MEDAL AUTO SALES CORP.**, desiring to organize  
under the laws of the State of Florida with its principal office,  
as indicated in the articles of incorporation at the City of Miami  
Springs, County of Dade, State of Florida has named **ISIDRO H.  
HERNANDEZ**, whose address is 1500 Westward Drive, Miami Springs,  
County of Dade, State of Florida, as its agent to accept service of  
process within this state.

**ACKNOWLEDGMENT:** (Must be signed by designated agent)

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.

BY:

  
**ISIDRO H. HERNANDEZ,**  
Registered Agent